

WEBSTER FINANCIAL CORP  
Form 8-K  
December 15, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): December 15, 2011**

**WEBSTER FINANCIAL CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**001-31486**  
(Commission

File Number)

**06-1187536**  
(IRS Employer

Identification No.)

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**Webster Plaza, Waterbury, Connecticut**

**(Address of principal executive offices)**

**Registrant's telephone number, including area code: (203) 578-2202**

**06702**

**(Zip code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On December 15, 2011, Webster Financial Corporation (the Corporation), the holding company for Webster Bank, N.A. (the Bank), announced that Gerald P. Plush, Vice Chairman and Chief Operating Officer, has been promoted to President of the Corporation and the Bank, effective immediately. Mr. Plush will continue to serve as Chief Operating Officer of the Corporation and the Bank and continue to report to James C. Smith, Chairman and Chief Executive Officer of the Corporation and the Bank. Mr. Plush has also been appointed to the Board of Directors of the Bank.

Biographical information with respect to Mr. Plush is contained in the Corporation's definitive proxy statement for the 2011 annual meeting of shareholders filed with the Securities and Exchange Commission (the SEC) on March 18, 2011 and is incorporated herein by reference. Mr. Plush currently has a change of control agreement and a non-competition agreement with the Corporation, each previously filed with the SEC as an exhibit to the Corporation's Annual Report on Form 10-K for the year ended December 31, 2009.

A copy of the press release announcing the promotion of Mr. Plush is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit No.	Description
99.1	Press release dated December 15, 2011.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**WEBSTER FINANCIAL CORPORATION**

By: /s/ Jeffrey N. Brown  
Name: Jeffrey N. Brown  
Title: Executive Vice President and Chief  
Administrative Officer

Date: December 15, 2011

**EXHIBIT INDEX**

Exhibit No.	Description
99.1	Press release dated December 15, 2011.