**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940.

1. **Name and Address of Reporting Person***
   - Barnes John P.
   - (Last) (First) (Middle)
   - 850 Main Street, Bridgeport, CT 06604

2. **Issuer Name and Ticker or Trading Symbol**
   - People’s United Financial, Inc. (PBCT)

3. **Date of Earliest Transaction Required to be Reported**
   - February 20, 2020

4. **If Amendment, Date Original Filed (Month/Day/Year)**
   - Chairman and CEO

5. **Relationship of Reporting Person(s) to Issuer**
   - X Director
   - X Officer (give Other (specify title below)

6. **Individual or Joint/Group Filing**
   - X Form filed by One Reporting Person
   - Form filed by More than One Reporting Person

| Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |
|--------------------------------|----------------|----------------|----------------|----------------|----------------|----------------|
| **Title of Security** (Instr. 3) | **Transaction Date** | **2A. Deemed Execution Date, if any (Month/Day/Year)** | **Transaction Code** (Instr. 8) | **Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)** | **2A. Deemed Execution Date, if any (Month/Day/Year)** | **5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)** | **6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)** | **7. Nature of Indirect Beneficial Ownership** |
| Common Stock | 02/20/2020 | | A | 45,204 | A | 144,224 | (2) | D |
| Common Stock | | | | | | | | |

**Reminder:** Report on a separate line for each class of securities beneficially owned directly or indirectly.

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (6-03)
**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.