FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

(Print or Type Responses)

1. Name and Address of Reporting Person*

Herron Mark F.

(Last) (First) (Middle)

c/o People’s United Bank, N.A.
850 Main Street

(Street)

Bridgeport CT 06604

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

05/03/2018

3. Issuer Name and Ticker or Trading Symbol

People’s United Financial, Inc. (“PBCT”)

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director 10% Owner

X Officer (give title below) Other (specify below)

Executive Vice President

5. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

Table I — Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock 288 (1) D

Common Stock 2,430 (2) D

Common Stock 1,585 (3) D

Common Stock 960 (4) D

Common Stock 15,000 (5) D

Common Stock 849 (6) D

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 5(b)(v).

Potential persons who are to 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.
<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 4)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Owner-ship Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Option to Buy (7)</td>
<td>5/19/2026</td>
<td></td>
<td>Common Stock</td>
<td>10,128</td>
<td>$15.29</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Employee Option to Buy (8)</td>
<td>2/16/2027</td>
<td></td>
<td>Common Stock</td>
<td>15,336</td>
<td>$19.165</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Employee Option to Buy (9)</td>
<td>2/15/2028</td>
<td></td>
<td>Common Stock</td>
<td>21,471</td>
<td>$19.707</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Employee Option to Buy (10)</td>
<td>5/19/2026</td>
<td></td>
<td>Common Stock</td>
<td>10,127</td>
<td>$15.29</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Employee Option to Buy (10)</td>
<td>2/16/2027</td>
<td></td>
<td>Common Stock</td>
<td>7,667</td>
<td>$19.165</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Includes 288 shares owned indirectly through the People’s United Financial, Inc. Employee Stock Ownership Plan. Information is based on 03/31/2018 Plan statements.
(2) These are restricted shares that vest in equal annual increments on Mar. 1, 2019, Mar. 1, 2020 and Mar. 1, 2021.
(3) These are restricted shares that vest in equal annual increments on Mar. 1, 2019 and Mar. 1, 2020.
(4) These are restricted shares that vest on Mar. 1, 2019.
(5) These are restricted shares that vest on Jan. 3, 2024.
(6) Shares held at Solium or brokerage account.
(7) Exercisable on Mar. 1 immediately following the 3rd anniversary (100%) of the grant date.
(8) Exercisable in equal annual increments over two years beginning on Mar. 1 immediately following the 2nd anniversary of the grant date.
(9) Exercisable in equal annual increments over three years beginning on Mar. 1 immediately following the 1st anniversary of the grant date.
(10) These options have become exercisable in accordance with the terms of the applicable option grants.


/s/ Mark F. Herron  May 3, 2018

**Signature of Reporting Person**  **Date**

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

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