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*
   Longobardi Sara M.
   (Last) (First) (Middle)
   People’s United Bank, N.A.
   850 Main Street
   Bridgeport CT 06604

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

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   Director 10% Owner
   X Officer (give title below) Other (specify below)
   Senior Executive Vice President

4. 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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)
   Common Stock

2. Transaction Date (Month/Day/Year)
   02/21/19

2A. Deemed Execution Date, if any (Month/Day/Year)

3. Transaction Code (Instr. 8)
   A

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)
   A

4A. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)
   (1)

4B. Price Per Share (Instr. 4)
   $0

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)
   98,418 (2)

6. Ownership Form: Direct (D) or Indirect (I)
   D

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

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)
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Underlying Securities (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Security Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Option to Buy</td>
<td>$17.6275</td>
<td>02/21/19</td>
<td></td>
<td>A</td>
<td>65,683 (3)</td>
<td>02/21/2029</td>
<td>Common Stock 65,683 $0 65,683 D</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>(A)</td>
<td>(D)</td>
<td></td>
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</tr>
</tbody>
</table>

**Explanation of Responses:**

1. These are restricted shares that vest in annual increments on 3/1/20 (33 1/3%); 3/1/21 (33 1/3%); and 3/1/22 (33 1/3%).

2. Includes 69,009 shares owned indirectly through the People’s United Bank 401(k) Plan (including 756 shares acquired through dividend reinvestment). Also includes 5,373 shares owned indirectly through the People’s United Financial, Inc. Employee Stock Ownership Plan (including 59 shares acquired through dividend reinvestment) based on 12/31/18 Plan Statements.

3. Exercisable in annual increments on 3/1/20 (33 1/3%); 3/1/21 (33 1/3%); and 3/1/22 (33 1/3%).

/s/Sara M. Longobardi
February 21, 2019
**Signature of Reporting Person**
**Date**

**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.