

FORM 4

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

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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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

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Norton	David	K.	People's United Financial, Inc. (PBCT)		_____ Director _____ 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction Required to be Reported (Month/Day/Year)		_____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below)		
850 Main Street			April 26, 2021		<u>Senior Executive Vice President and Chief Human Resources Officer</u>		
(Street)			4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)		
Bridgeport	CT	06604			<input checked="" type="checkbox"/> Form filed by One Reporting Person _____ Form filed by More than One Reporting Person		
(City)	(State)	(Zip)					

Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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 (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/26/2021		M		54,097	A	\$14.85	183,870	D	
Common Stock	04/26/2021		M		94,218	A	\$14.565	278,088	D	
Common Stock	04/26/2021		S		54,097	D	\$18.0905 (1)	223,991	D	
Common Stock	04/26/2021		S		94,218	D	\$18.0718 (1)	129,773 (2)	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 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.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security (Direct (D) or Indirect (I)) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Option to Buy	\$14.85	04/26/2021		M			54,097	(3)	02/19/2025	Common Stock	54,097	\$0	0	D	
Employee Option to Buy	\$14.565	04/26/2021		M			94,218	(4)	02/18/2026	Common Stock	94,218	\$0	0	D	

Explanation of Responses:

- (1) This transaction was executed in multiple trades at prices ranging from \$17.98 to \$18.17. The reported price reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request by the SEC staff, People’s United Financial, Inc. or a shareholder of People’s United Financial, Inc. full information regarding the number of shares and prices at which the transaction was effected.
- (2) Includes 3,779 shares owned indirectly through the People’s United Financial, Inc. Employee Stock Ownership Plan (including 43 shares acquired through dividend reinvestment). Information is based on 3/31/2021 Plan statements.
- (3) Exercisable in annual increments on 3/1/2016 (33 1/3%); 3/1/2017 (33 1/3%); and 3/1/2018 (33 1/3%).
- (4) Exercisable in annual increments on 3/1/2017 (33 1/3%); 3/1/2018 (33 1/3%); and 3/1/2019 (33 1/3%).

/s/ David K. Norton

** Signature of Reporting Person

April 26, 2021

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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