## Statement of Changes in Beneficial Ownership of Securities

### 1. Name and Address of Reporting Person*

Richards
Mark W.

(Last) (First) (Middle)

353 Park Laughton Road

East Dummerston VT 05346

### 2. Issuer Name and Ticker or Trading Symbol

People’s United Financial, Inc. (PBCT)

### 3. Date of Earliest Transaction Required to be Reported

January 24, 2019

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

### 5. Relationship of Reporting Person(s) to Issuer

- **X** Director
- **10% Owner**
- **Officer (give title below)**
- **Other (specify below)**

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

- **X** Form filed by One Reporting Person
- **Form filed by More than One Reporting Person**

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>2. Transaction Date</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>01/24/2019</td>
<td>S</td>
<td>Amount (A) or Price (D)</td>
<td>2A. Deemed Execution Date, if any (Month/Day/Year)</td>
<td>6,800 D $16.4333 299,834 (1) D</td>
<td>D</td>
<td>(Instr. 4)</td>
</tr>
<tr>
<td>Series A Nonconvertible Perpetual Preferred Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>8,000 D</td>
<td></td>
<td>By daughter</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>4,768 I</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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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)
### Form 4 (continued)

**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>Code</td>
<td>V</td>
<td>(A)</td>
<td>(D)</td>
<td>Date Exercisable</td>
<td>Expiration Date</td>
<td>Title</td>
<td>Amount or Number of Shares</td>
<td>Code</td>
<td>V</td>
<td>(A)</td>
<td>(D)</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Includes 108,588 investment units accrued under the Chittenden Corporation Deferred Compensation Plan (including 1,361 units accrued due to the deemed reinvestment of dividend equivalents). Each investment unit corresponds to one share of common stock.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**


/s/Kristy Berner, attorney-in-fact January 24, 2019

**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.