

WEBSTER FINANCIAL CORP

Form 8-K

December 29, 2005

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
December 23, 2005**

Date of Report (Date of earliest event reported):  
**WEBSTER FINANCIAL CORPORATION**  
(Exact name of registrant as specified in its charter)

**DELAWARE**

**001-31486**

**06-1187536**

(State or other jurisdiction of  
incorporation or organization)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

**Webster Plaza  
Waterbury, CT 06702**

(Address of principal executive offices, zip code)

**(203) 578-2476**

Registrant's telephone number, including area code

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

William J. Healy, Executive Vice President and Chief Financial Officer of Webster Financial Corporation and Webster Bank, N.A. (together, Webster ), intends to retire from Webster during the first half of 2006. Webster has commenced a search for his successor.

Mr. Healy joined Webster in 2001, and since then has been an integral part of Webster's leadership and strategic growth. He has been at the center of Webster's progress on several fronts: strategic planning, acquisitions, capital planning and accessing capital markets and our interaction with the investment community. Mr. Healy's experience and insight have helped Webster navigate through new challenges with skill. He has served Webster well during a period of change.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

December 29, 2005

Webster Financial Corporation

By: /s/ Harriet Munrett Wolfe, Esq.  
Harriet Munrett Wolfe, Esq.

Title: Executive Vice President, General Counsel and  
Secretary