MCCARTHY JOHN FRANCIS
Form 5/A
January 16, 2003

1. Name and Address of Reporting Person
   McCarthy, John F.
   Webster Plaza
   Waterbury, CT 06702-
2. Issuer Name and Ticker or Trading Symbol
   Webster Financial Corporation (WBS)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
   4/2002 R1
5. If Amendment, Date of Original (Month/Day/Year)
   12/31/2001
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   (X) Director ( ) 10% Owner
   ( ) Officer (give title below) ( ) Other (specify below)
7. 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	2. Transaction Date (Month/Day/Year)	3. Transaction Code		4. Securities Acquired (A) or Disposed of (D)			5. Amou Secu Bene Owne End Mont
		Code	V	Amount	A/D	Price	
Common Stock	04/25/2002	A	V	445	A	$0.0000	20787
Common Stock							3816
Common Stock							19706
Common Stock							5218

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code		5. Number of Derivative Securities Acquired(A) Disposed(D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		8
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	P D S
Stock Options	$21.875							04/27/2010	Common		

(Right to buy)									Stock		
Stock Option	$10.8214						11/21/2004	Common Stock			
Stock Option	$18.0804						06/23/2007	Common Stock			
Stock Option	$30.6						04/26/2011	Common Stock			
Stock Option	$38.54	04/25/2002	A	V	4000	04/25/2002	04/25/2012	Common Stock	4000	$	

Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/ Renee P. Seefried by Power of Atty.

DATE
01/16/2003