

United Financial Bancorp, Inc.
Form 4/A
September 22, 2008

FORM 4

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

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**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Patterson John J

2. Issuer Name **and** Ticker or Trading
Symbol
United Financial Bancorp, Inc.
[UBNK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
95 ELM STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/17/2008

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
SVP of Affiliate

WEST SPRINGFIELD, MA 01089
(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)
08/19/2008

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)	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 Ownership (Instr. 4)
Common Stock	08/17/2008		F	892 ⁽¹⁾ <u>D</u> ⁽⁵⁾	\$ 29,532 12.37	D	
Common Stock					1,849	I	By IRA
Common Stock					2,582 ⁽⁴⁾	I	By ESOP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
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SEC 1474
(9-02)

number.

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. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 11.66					06/19/2009	06/19/2018	Common Stock	33,500 (2)
Stock Options	\$ 12.35					08/17/2007	08/17/2016	Common Stock	34,866 (3)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Patterson John J 95 ELM STREET WEST SPRINGFIELD, MA 01089			SVP of Affiliate	

Signatures

/s/ John J.
Patterson

09/22/2008

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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

- (1) Shares are being withheld from vesting total of grant for tax withholding purposes.
- (2) Options to purchase shares of common stock vest at a rate of 20% per year commencing on June 19, 2009. Also includes an equal number of stock appreciation rights.
- (3) Options to purchase shares of common stock vest at a rate of 20% per year commencing on August 17, 2006.
- (4) Reflects transaction not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- (5) Typographical error in original filing. This is a Disposition not an Acquisition.

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

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