United Financial Bancorp Inc Form 4

August 18, 2006

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 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Hall Dena

(Last)

(City)

1. Title of

Security

(Instr. 3)

Common

Stock

(First)

(Middle)

95 ELM STREET

(Street)

WEST SPRINGFIELD, MA 01089

(State)

08/17/2006

2. Issuer Name and Ticker or Trading

Symbol

United Financial Bancorp Inc [UBNK]

3. Date of Earliest Transaction

(Month/Day/Year) 08/17/2006

4. If Amendment, Date Original

Filed(Month/Day/Year)

X Form filed by One Reporting Person Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities 5. Amount of

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

(Month/Day/Year)

Code (Instr. 8)

TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

(A)

or

Beneficially Owned Following Reported Transaction(s)

Securities

Issuer

below)

Director

Applicable Line)

X_ Officer (give title

(Instr. 3 and 4) Price

Code V Amount (D) 6,500

(1)

A

A \$0

6,670

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

OMB 3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

Estimated average burden hours per

5. Relationship of Reporting Person(s) to

(Check all applicable)

VP of Affiliate

6. Individual or Joint/Group Filing(Check

Form filed by More than One Reporting

(D) or

Form: Direct

Indirect (I)

(Instr. 4)

D

below)

response... 0.5

10% Owner

6. Ownership 7. Nature of

Indirect

Beneficial

Ownership

(Instr. 4)

(9-02)

Other (specify

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 0	08/17/2006		A	12,500 (2)	08/17/2007	08/16/2016	Common Stock	12,500

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hall Dena

95 ELM STREET VP of Affiliate

WEST SPRINGFIELD, MA 01089

Signatures

/s/ Dena M. Hall 08/18/2006

**Signature of Date

**Signature of
Reporting Person

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 of Restricted Stock vest at a rate of 20% per year commencing on August 17, 2006.
- (2) Options to purchase shares of common stock vest at a rate of 20% per year commencing on August 17, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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