

BRATHWAITE GAIL E D  
Form 4  
June 02, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BRATHWAITE GAIL E D

2. Issuer Name and Ticker or Trading Symbol  
NEWALLIANCE BANCSHARES INC [NAL]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Exec. V.P. & COO

(Last) (First) (Middle)  
C/O NEWALLIANCE BANK, 195 CHURCH STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/28/2010

NEW HAVEN, CT 06510

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
				(A) or (D) Code V Amount (D) Price			
Common Stock <sup>(1)</sup>					90,250	I	By Stock Award
Common Stock <sup>(2)</sup>					6,097	I	By Stock Award
Common Stock					175,842	D	
Common Stock - ESOP					7,916	D	
					4,202	I	

Common Stock								401(k) SERP	
Common Stock					7,628		I	ESOP - SERP	
Common Stock <sup>(3)</sup>	05/28/2010		A	6,904	A	\$ 0	6,904	I	By Stock Award

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

**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 (9-02)

**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)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options	\$ 14.39					12/30/2005 06/17/2015	Common Stock 720,000
Stock Options <sup>(4)</sup>	\$ 12.94					05/31/2010 05/29/2019	Common Stock 27,714
Stock Options <sup>(5)</sup>	\$ 11.77	05/28/2010		A	30,018	05/31/2011 05/28/2020	Common Stock 30,018

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRATHWAITE GAIL E D C/O NEWALLIANCE BANK 195 CHURCH STREET NEW HAVEN, CT 06510			Exec. V.P. & COO	

## Signatures

/s/ John J. Kiernan, Jr. by POA for Gail E. D.  
Brathwaite

06/01/2010

\_\_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) Stock awards granted pursuant to the NewAlliance Bancshares, Inc. Long-Term Incentive Plan vest 15% on each January 1 of years 2006-2011 and 10% on January 1, 2012.
- (2) Stock Awards granted pursuant to the NewAlliance Bancshares, Inc. Long-Term Incentive Plan cliff vest on May 31, 2012.
- (3) Stock awards granted pursuant to the NewAlliance Bancshares, Inc. Long-Term Incentive Plan vest 2/3 on May 31, 2012 and 1/3 on May 31, 2013.
- (4) Stock Options granted pursuant to the NewAlliance Bancshares, Inc. Long-Term Incentive Plan vest 1/4 on each May 31 of years 2010-2013.
- (5) Stock Options granted pursuant to the NewAlliance Bancshares, Inc. Long-Term Incentive Plan vest 1/4 on each May 31 of years 2011-2014.

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.