Edgar Filing: WASHINGTON TRUST BANCORP INC - Form 4

WASHINGTON TRUST BANCORP INC

Form 4

February 06, 2008

FORM 4

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

OMB Number:

3235-0287 January 31,

0.5

if no longer subject to Section 16.

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average

OMB APPROVAL

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Form 4 or Form 5 obligations may continue. See Instruction

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 * WARREN JOHN C

2. Issuer Name and Ticker or Trading

Issuer

Symbol

WASHINGTON TRUST BANCORP INC [WASH]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First) (Middle) 3. Date of Earliest Transaction

4. If Amendment, Date Original

X_ Director X_ Officer (give title

10% Owner Other (specify

171-B OCEAN ROAD

02/05/2008

(Month/Day/Year)

Chairman & CEO

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One Reporting

Person

below)

NARRAGANSETT, RI 02882

(Street)

(State)

2. Transaction Date 2A. Deemed

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) (Instr. 4)

Ownership (Instr. 4)

(9-02)

(A) or

Transaction(s)

64,365

(Instr. 3 and 4) Code V Amount (D) Price

Common Stock

D

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)

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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)	orDeriv Secu Acqu Disp	umber of vative rities uired (A) or osed of (D) r. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Number of Sha
Phantom Stock	\$ 0 (1)	02/05/2008		I		1,183.489	<u>(1)</u>	<u>(1)</u>	Common Stock	0
Stock Options (Right to buy)	\$ 15.25						05/15/2000	05/15/2010	Common Stock	12,70
Stock Options (Right to buy)	\$ 17.5						05/17/1999	05/17/2009	Common Stock	6,85
Stock Options (Right to buy)	\$ 17.8						04/23/2001	04/23/2011	Common Stock	28,00
Stock Options (Right to buy)	\$ 20						05/12/2004	05/12/2013	Common Stock	28,12
Stock Options (Right to buy)	\$ 20.03						04/22/2002	04/22/2012	Common Stock	26,96

Reporting Owners

Reporting Owner Name / Address	Relationships							
·F····	Director	10% Owner	Officer	Other				
WARREN JOHN C 171-B OCEAN ROAD NARRAGANSETT, RI 02882	X		Chairman & CEO					
Signatures								
David V. Devault EVP, Secreta CFO-POA	ary, Treas	urer,	02/06/2008					
**Signature of Reporting		Date						

Reporting Owners 2

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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) The phantom stock units were accrued under The Washington Trust Company's deferred compensation plan and are to be settled in cash and/or common stock upon the reporting person's elections at the time of payment. The conversion of the derivative security is 1 for 1.

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.