VESEY JAMES M

Form 4

August 20, 2007

FORM 4

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

OMB 3235-0287 Number:

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burden hours per

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005

0.5

OMB APPROVAL

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

response...

1(b).

(Print or Type Responses)

1. Name and Ad VESEY JAM	*	ing Person <u>*</u>	Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			WASHINGTON TRUST BANCORP INC [WASH]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	Director 10% Owner X Officer (give title Other (specify		
19 JUNIPER HILL DRIVE			(Month/Day/Year) 08/16/2007	below) below) SVP & Chief Credit Officer		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		

Form filed by More than One Reporting Person

COVENTRY, RI 02816

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	08/16/2007		M	5,660	A	\$ 15.25	6,560	D	
Common Stock	08/16/2007		M	4,500	A	\$ 17.5	11,060	D	
Common Stock	08/16/2007		M	5,270	A	\$ 17.8	16,330	D	
Common Stock	08/16/2007		S	4,400	D	\$ 25.31	11,930	D	
Common Stock	08/16/2007		S	5,970	D	\$ 25.51	5,960	D	

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Common Stock	08/16/2007	S	2,600	D	\$ 25.77	3,360	D
Common Stock	08/16/2007	S	200	D	\$ 25.81	3,160	D
Common Stock	08/16/2007	S	1,900	D	\$ 25.83	1,260	D
Common Stock	08/16/2007	S	360	D	\$ 26.02	900	D
Common Stock	08/16/2007	F	301	D	\$ 27.75	599	D

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

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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 out 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
Phantom Stock	\$ 0					<u>(1)</u>	<u>(1)</u>	Common Stock	240.077
Stock Options (Right to buy)	\$ 20					05/12/2004	05/12/2013	Common Stock	5,065
Stock Options (Right to buy)	\$ 20.03					04/22/2002	04/22/2012	Common Stock	4,905
Stock Options (Right to buy)	\$ 26.81					06/13/2005	06/13/2015	Common Stock	3,800
	\$ 28.16					12/12/2005	12/12/2015		3,800

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Stock Options (Right to buy)					Common Stock
Stock Options (Right to buy)	\$ 15.25	08/16/2007	M	5,660 05/15/2000 05/15/2	CO10 Common Stock 5,660
Stock Options (Right to buy)	\$ 17.5	08/16/2007	M	4,500 05/17/1999 05/17/2	Common Stock 4,500
Stock Options (Right to buy)	\$ 17.8	08/16/2007	M	5,270 04/23/2001 04/23/2	Common Stock 5,270

Reporting Owners

Director 10% Owner Officer Other

VESEY JAMES M 19 JUNIPER HILL DRIVE COVENTRY, RI 02816

SVP & Chief Credit Officer

08/20/2007

Date

Signatures

David V. Devault EVP, Secretary, Treasurer, CFO-POA

Explanation of Responses:

**Signature of Reporting Person

- * 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.

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