

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-03**

SEC Accession No. **0000737468-06-000005**

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### REPORTING OWNER

#### **DEVAULT DAVID V**

CIK: **1212005**

Type: **4** | Act: **34** | File No.: **000-13091** | Film No.: **06510909**

Business Address  
*WASHINGTON TRUST  
BANCORP INC  
23 BROAD STREET  
WESTERLY RI 02891*

### ISSUER

#### **WASHINGTON TRUST BANCORP INC**

CIK: **737468** | IRS No.: **050404671** | State of Incorporation: **RI** | Fiscal Year End: **1231**  
SIC: **6022** State commercial banks

Mailing Address  
*23 BROAD STREET  
WESTERLY RI 02891*

Business Address  
*23 BROAD ST  
WESTERLY RI 02891  
4013481200*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
 Expires: 02/28/2011  
 Estimated average burden  
 hours per response 0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person <b>DEVAULT DAVID V</b>			2. Issuer Name and Ticker or Trading Symbol <b>WASHINGTON TRUST BANCORP INC</b> <b>[WASH]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title <input type="checkbox"/> Other (specify below) <b>Exec.VP, Secretary,Treas &amp; CFO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/03/2006</b>				
2 DENNIS COURT			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)							
WESTERLY, RI 02891							
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/03/2006		M		8,438	A	\$9.7778	31,039.6348	D	
Common Stock	01/03/2006		F		5,313	D	\$26.18	25,726.6348	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Options (Right to buy)	\$11.5555							05/12/1997	05/12/2007	Common Stock	7,790	7,790	D	
Stock Options	\$15.25							05/15/2000	05/15/2010	Common Stock	10,100	10,100	D	

(Right to buy)														
Stock Options (Right to buy)	\$17.5						05/17/1999	05/17/2009	Common Stock	8,400		8,400	D	
Stock Options (Right to buy)	\$17.8						04/23/2001	04/23/2011	Common Stock	9,045		9,045	D	
Stock Options (Right to buy)	\$18.25						12/15/1997	12/15/2007	Common Stock	5,348		5,348	D	
Stock Options (Right to buy)	\$20						05/12/2004	05/12/2013	Common Stock	8,700		8,700	D	
Stock Options (Right to buy)	\$20.03						04/22/2002	04/22/2012	Common Stock	8,440		8,440	D	
Stock Options (Right to buy)	\$26.81						06/13/2005	06/13/2015	Common Stock	6,200		6,200	D	
Stock Options (Right to buy)	\$28.16						12/12/2005	12/12/2015	Common Stock	6,200		6,200	D	
Stock Options (Right to buy)	\$9.7778	01/03/2006		<u>M</u>		8,438	05/13/1996	05/13/2006	Common Stock	8,438	\$9.7778	0	D	

**Signatures**

David V Devault

\*\* Signature of Reporting Person

01/05/2006

Date

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

\* 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).

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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