

WASHINGTON TRUST BANCORP INC

Form 4

June 15, 2005

**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*  
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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GIBSON WILLIAM D**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**WASHINGTON TRUST  
BANCORP INC [WASH]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

**7 SWING DRIVE**

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/13/2005**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)

SVP Credit Administration

**BERKLEY, MA 02779**

(City) (State) (Zip)

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

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| Common<br>Stock                       |   |   |                                      | (A)<br>or<br>(D)   | 1,825.7804 <sup>(1)</sup>  | D  |   |

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)**

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                           |                 |  |
|---|---|---|---|---|---|--|-----|--|---------------------------|-----------------|--|
|   |   |   |   | Code                                    | V   | (A)  | (D) | Date Exercisable   | Expiration Date           | Title           | Amount<br>or<br>Number<br>of<br>Shares |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 15.25  |   |   |   |   |  |     | 05/15/2000   | 05/15/2010                | Common<br>Stock | 4,46                                   |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 17.5   |   |   |   |   |  |     | 05/17/1999   | 05/17/2009                | Common<br>Stock | 4,50                                   |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 17.8   |   |   |   |   |  |     | 04/23/2001   | 04/23/2011                | Common<br>Stock | 5,00                                   |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 20   |   |   |   |   |  |     | 05/12/2004   | 05/12/2013                | Common<br>Stock | 4,87                                   |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 20.03  |   |   |   |   |  |     | 04/22/2002   | 04/22/2012                | Common<br>Stock | 4,72                                   |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 26.81  | 06/13/2005                              |   | A                                       |   | 3,300  |     | 06/13/2005 <sup>(2)</sup>  | 06/13/2015 <sup>(2)</sup> | Common<br>Stock | 3,30                                   |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| GIBSON WILLIAM D<br>7 SWING DRIVE<br>BERKLEY, MA 02779 | SVP Credit Administration        |

## Signatures

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

06/15/2005

\_\_\_\_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).
- (2) These options were granted under The Washington Trust Bancorp, Inc.'s 2003 Stock Incentive Plan and will expire 10 years after the date the options were granted. 100% of the total options granted are exercisable on the grant date.
- (1) Balance reflects acquisitions pursuant to dividend reinvestments exempt from Form 4 reporting under Rule 16a-11.

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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