

DEVAULT DAVID V  
Form 4  
November 16, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
DEVAULT DAVID V

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)  
2 DENNIS COURT  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/15/2012

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Senior EVP, Secretary and CFO

WESTERLY, RI 02891

(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 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 Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		
Common Stock	11/15/2012		M	8,700 A	\$ 20 48,129.6227	D	
Common Stock	11/15/2012		F	7,359 D	\$ 23.99 40,770.6227	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)

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**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)	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 20	11/15/2012		M	8,700	05/12/2004 05/12/2013	Common Stock	8,700
Stock Options (Right to Buy)	\$ 26.81					06/13/2005 <sup>(1)</sup> 06/13/2015 <sup>(1)</sup>	Common Stock	6,200
Stock Options (Right to Buy)	\$ 28.16					12/12/2005 <sup>(2)</sup> 12/12/2015 <sup>(2)</sup>	Common Stock	6,200
Stock Options (Right to Buy)	\$ 24.12					06/16/2011 06/16/2018	Common Stock	5,100
Stock Options (Right to Buy)	\$ 17.52					06/01/2013 06/01/2020	Common Stock	5,700

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEVAULT DAVID V 2 DENNIS COURT WESTERLY, RI 02891			Senior EVP, Secretary and CFO	

## Signatures

/s/ Maria N. Janes,  
Attorney-in-Fact

11/16/2012

\_\_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) 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.
- (2) These options were granted under The Washington Trust Bancorp, Inc.'s 1997 Equity 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.

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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