

Gim Mark K W  
 Form 4  
 November 01, 2011

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 Gim Mark K W

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)  
 46 NORTH LAKE DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/28/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Exec. VP and Treasurer

BARRINGTON, RI 02806

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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/28/2011		M		1,467	A	\$ 20.03
							4,812.615 <sup>(1)</sup>
Common Stock	10/28/2011		F		1,200	D	\$ 24.47
							3,612.615
Common Stock	10/31/2011		M		2,155	A	\$ 20.03
							5,767.615
Common Stock	10/31/2011		S		2,155	D	\$ 24
							3,612.615

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.

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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)	8. Amount or Number of Shares
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 20.03	10/28/2011		M		1,467		04/22/2002 04/22/2012 Common Stock	1,467
Stock Options (Right to Buy)	\$ 20.03	10/31/2011		M		2,155		04/22/2002 04/22/2012 Common Stock	2,155
Stock Options (Right to Buy)	\$ 20							05/12/2004 05/12/2013 Common Stock	4,690
Stock Options (Right to Buy)	\$ 26.81							06/13/2005 06/13/2015 Common Stock	3,100
Stock Options (Right to Buy)	\$ 28.16							12/12/2005 12/12/2015 Common Stock	3,100
Stock Options (Right to Buy)	\$ 24.12							06/16/2011 06/16/2018 Common Stock	3,000
Stock Options (Right to Buy)	\$ 17.52							06/01/2013 06/01/2020 Common Stock	4,100

