

VESEY JAMES M
Form 4
August 20, 2007

FORM 4

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

OMB APPROVAL

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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 *
VESEY JAMES M

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)
19 JUNIPER HILL DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/16/2007

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP & Chief Credit Officer

COVENTRY, RI 02816

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)
				(A) or (D) Code V Amount Price			
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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(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 of Derivative Securities (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)	
						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

Stock Options (Right to buy)								Common Stock	
Stock Options (Right to buy)	\$ 15.25	08/16/2007	M	5,660	05/15/2000	05/15/2010		Common Stock	5,660
Stock Options (Right to buy)	\$ 17.5	08/16/2007	M	4,500	05/17/1999	05/17/2009		Common Stock	4,500
Stock Options (Right to buy)	\$ 17.8	08/16/2007	M	5,270	04/23/2001	04/23/2011		Common Stock	5,270

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VESEY JAMES M 19 JUNIPER HILL DRIVE COVENTRY, RI 02816			SVP & Chief Credit Officer	

Signatures

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

08/20/2007

__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) 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.