

WASHINGTON TRUST BANCORP INC

Form 4

June 07, 2016

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 *
Noons Mary E.

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)

37 WATCH HILL WAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/03/2016

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

SVP Retail Lending

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

WAKEFIELD, RI 02879

(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)
Common Stock	06/03/2016		M	V Amount (A) or (D) Price 3,000 A \$ 21.71	6,231.531	D	
Common Stock	06/03/2016		M	1,000 A \$ 23.27	7,231.531	D	
Common Stock	06/03/2016		S	1,800 D \$ 38.8	5,431.531	D	
Common Stock	06/03/2016		S	700 D \$ 38.85	4,731.531	D	
Common Stock	06/03/2016		S	700 D \$ 38.75	4,031.531	D	

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Common Stock 06/03/2016 S 800 D \$ 38.55 3,249.49 ⁽¹⁾ 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)	8. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 21.71	06/03/2016		M	3,000	06/13/2014 06/13/2021	Common Stock	3,000
Stock Options (Right to Buy)	\$ 23.27	06/03/2016		M	1,000	06/18/2015 06/18/2022	Common Stock	1,000
Stock Options (Right to Buy)	\$ 32.77					10/15/2016 10/15/2023	Common Stock	2,000
Stock Options (Right to Buy)	\$ 32.74					10/09/2017 10/09/2024	Common Stock	925
Stock Options (Right to Buy)	\$ 39.55					10/13/2018 10/13/2025	Common Stock	1,800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Noons Mary E. 37 WATCH HILL WAY WAKEFIELD, RI 02879			SVP Retail Lending	

Signatures

/s/ Maria N. Janes, Attorney-in-Fact	06/07/2016
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__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) 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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