

RAUH B MICHAEL
Form 4
May 11, 2010

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 *
RAUH B MICHAEL

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)
56 SOUTH RIVER DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/10/2010

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP, Sales, Service & Delivery

NARRAGANSETT, RI 02882

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/10/2010		M		5,510	A	\$ 15.25
					23,349.5763	D	
Common Stock	05/10/2010		S		2,300	D	\$ 18.5
					21,049.5763	D	
Common Stock	05/10/2010		S		1,200	D	\$ 18.505
					19,849.5763	D	
Common Stock	05/10/2010		S		810	D	\$ 18.5075
					19,039.5763	D	
Common Stock	05/10/2010		S		1,200	D	\$ 18.6
					17,839.5763	D	

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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 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
Stock Options (Right to Buy)	\$ 15.25	05/10/2010		M	5,510	05/15/2000 05/15/2010	Common Stock	5,510
Stock Options (Right to Buy)	\$ 17.8					04/23/2001 04/23/2011	Common Stock	5,060
Stock Options (Right to Buy)	\$ 20.03					04/22/2002 04/22/2012	Common Stock	4,720
Stock Options (Right to Buy)	\$ 20					05/12/2004 05/12/2013	Common Stock	4,875
Stock Options (Right to Buy)	\$ 26.81					06/13/2005 06/13/2015	Common Stock	3,800
Stock Options (Right to Buy)	\$ 28.16					12/12/2005 12/12/2015	Common Stock	3,800
Stock Options	\$ 24.12					06/16/2011 06/16/2018	Common Stock	3,800

(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAUH B MICHAEL 56 SOUTH RIVER DRIVE NARRAGANSETT, RI 02882			EVP, Sales, Service & Delivery	

Signatures

/s/ David V. Devault,
Attorney-in-Fact

05/11/2010

__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).

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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