

KENNARD MARY E
Form 4
February 12, 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 *
KENNARD 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)

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

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

6778 SURREYWOOD LANE

02/08/2007

(Street)

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

BETHESDA, MD 20817

(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	02/08/2007		M	1,400 A \$ 17.85	5,262.1309 (1)	D	
Common Stock	02/08/2007		M	1,688 A \$ 19.5	6,950.1309 (1)	D	
Common Stock	02/08/2007		M	1,688 A \$ 21.3333	8,638.1309 (1)	D	
Common Stock	02/08/2007		S	3,600 D \$ 27.54	5,038.1309 (1)	D	
Common Stock	02/08/2007		S	900 D \$ 27.62	4,138.1309 (1)	D	

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Common Stock 02/08/2007 S 276 D \$ 27.63 3,862.1309⁽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 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)	\$ 15.5					04/25/2001 04/25/2010	Common Stock 300	
Stock Options (Right to buy)	\$ 20.23					04/23/2003 04/23/2012	Common Stock 2,000	
Stock Options (Right to buy)	\$ 20.62					04/29/2006 04/29/2013	Common Stock 2,000	
Stock Options (Right to buy)	\$ 27.56					04/27/2007 04/27/2014	Common Stock 2,000	
Stock Options (Right to buy)	\$ 17.85	02/08/2007		M	1,400	04/24/2002 04/24/2011	Common Stock 1,400	
Stock Options (Right to buy)	\$ 19.5	02/08/2007		M	1,688	04/27/2000 04/27/2009	Common Stock 1,688	

buy)

Stock

Options (Right to buy)	\$ 21.3333	02/08/2007	M	1,688	04/28/1999	04/28/2008	Common Stock	1,688
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buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KENNARD MARY E 6778 SURREYWOOD LANE BETHESDA, MD 20817		X		

Signatures

David V. Devault EVP, Secretary, Treasurer, CFO-POA	02/12/2007
<u> </u> **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 acquisition pursuant to dividend reinvestment 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. 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.