

WASHINGTON TRUST BANCORP INC
 Form 4
 October 21, 2016

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 *
ECKEL ELIZABETH B

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)
7 CHATHAM COURT
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/15/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP Marketing

WESTERLY, RI 02891

(City) (State) (Zip)

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

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)	Price		
				Code	V	Amount	
Common Stock	10/15/2016		F	D	\$ 194	10,547.233	D
Common Stock	10/18/2016		A	A	\$ 0	11,122.233 <u>(1)</u>	D
Common Stock						2,143.721 <u>(1)</u>	I Jonathan D. Eckel (spouse)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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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)	Date Exercisable	Expiration Date	Title	
Stock Options (Right to Buy)	\$ 40.25	10/15/2016		A	2,000	10/18/2019	10/18/2026	Common Stock	2,000
Stock Options (Right to Buy)	\$ 24.12					06/16/2011	06/16/2018	Common Stock	2,500
Stock Options (Right to Buy)	\$ 17.52					06/01/2013	06/01/2020	Common Stock	2,900
Stock Options (Right to Buy)	\$ 21.71					06/13/2014	06/13/2021	Common Stock	2,300
Stock Options (Right to Buy)	\$ 23.27					06/18/2015	06/18/2022	Common Stock	2,600
Stock Options (Right to Buy)	\$ 32.77					10/15/2016	10/15/2023	Common Stock	2,200
Stock Options (Right to Buy)	\$ 32.74					10/09/2017	10/09/2024	Common Stock	950
	\$ 39.55					10/13/2018	10/13/2025		1,850

Stock
Options
(Right to
Buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ECKEL ELIZABETH B 7 CHATHAM COURT WESTERLY, RI 02891			SVP Marketing	

Signatures

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

10/21/2016

__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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