

WASHINGTON TRUST BANCORP INC
 Form 4
 February 14, 2017

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)
11/25/2008

____ 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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(D)	Price			
Common Stock	11/25/2008		P		100	A	\$ 17	100 ⁽¹⁾ ⁽²⁾	I	Jonathan D. Eckel (spouse) brokerage account
Common Stock	03/05/2009		P		100	A	\$ 12.5	200 ⁽¹⁾ ⁽³⁾	I	Jonathan D. Eckel (spouse) brokerage account
Common Stock	12/09/2016		S		100	D	\$ 56.8866	100 ⁽¹⁾	I	Jonathan D. Eckel

Common Stock	12,173.744 <u>(4)</u>	D	(spouse) brokerage account
Common Stock	2,158.588 <u>(4)</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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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. Price of Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Options (Right to Buy)	\$ 24.12					06/16/2011 06/16/2018	Common Stock	1,500	
Stock Options (Right to Buy)	\$ 17.52					06/01/2013 06/01/2020	Common Stock	1,400	
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	

Buy)					
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
Stock Options (Right to Buy)	\$ 40.25	10/18/2019	10/18/2026	Common Stock	2,000
Stock Options (Right to Buy)	\$ 39.55	10/13/2018	10/13/2025	Common Stock	1,850

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

02/14/2017

__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 reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
 - (2) Total as of 11/25/2008.
 - (3) Total as of 3/5/2009.
 - (4) 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. 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.