

TREANOR JOHN F  
Form 5  
February 09, 2006

# FORM 5

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
TREANOR JOHN F

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President/Chief Oper. Officer

537 KETTLE POND DRIVE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

SOUTH KINGSTOWN, RI 02879

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	^	^	^	^ ^ ^	8,600	D	^
Common Stock	^	^	^	^ ^ ^	3,000	I	Wife's Revocable Trust

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

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SEC 2270 (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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	\$ 0 <sup>(1)</sup>	01/14/2005	Â	L	2.025	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	2.02
Phantom Stock	\$ 0 <sup>(1)</sup>	04/15/2005	Â	L	2.391	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	2.39
Phantom Stock	\$ 0 <sup>(1)</sup>	07/15/2005	Â	L	2.192	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	2.19
Phantom Stock	\$ 0 <sup>(1)</sup>	10/03/2005	Â	L	10.084	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	10.08
Phantom Stock	\$ 0 <sup>(1)</sup>	10/14/2005	Â	L	13.052	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	13.05
Phantom Stock	\$ 0 <sup>(1)</sup>	10/14/2005	Â	L	2.372	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	2.37
Phantom Stock	\$ 0 <sup>(1)</sup>	10/25/2005	Â	L	12.94	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	12.9
Phantom Stock	\$ 0 <sup>(1)</sup>	11/07/2005	Â	L	11.957	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	11.95
Phantom Stock	\$ 0 <sup>(1)</sup>	11/21/2005	Â	L	11.786	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	11.78
Phantom Stock	\$ 0 <sup>(1)</sup>	12/05/2005	Â	L	11.627	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	11.62
Phantom Stock	\$ 0 <sup>(1)</sup>	12/20/2005	Â	L	12.735	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	12.73
Phantom Stock	\$ 0 <sup>(1)</sup>	12/30/2005	Â	L	12.964	Â	Â <sup>(1)</sup>	Â <sup>(1)</sup>	Common Stock	12.96
Stock Options (Right to buy)	\$ 15.25	Â	Â	Â	Â	Â	05/15/2000	05/15/2010	Common Stock	14,39
Stock Options (Right to	\$ 16.375	Â	Â	Â	Â	Â	04/01/1999	04/01/2009	Common Stock	12,12

buy)

Stock

Options  
(Right to  
buy)

\$ 17.5

^

^

^

^

^

05/17/1999

05/17/2009

Common  
Stock

13,21

Stock

Options  
(Right to  
buy)

\$ 17.8

^

^

^

^

^

04/23/2001

04/23/2011

Common  
Stock

16,00

Stock

Options  
(Right to  
buy)

\$ 20

^

^

^

^

^

05/12/2004

05/12/2013

Common  
Stock

16,56

Stock

Options  
(Right to  
buy)

\$ 20.03

^

^

^

^

^

04/22/2002

04/22/2012

Common  
Stock

15,60

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TREANOR JOHN F 537 KETTLE POND DRIVE SOUTH KINGSTOWN, RI 02879	^ X	^	^ President/Chief Oper. Officer	^

## Signatures

David V. Devault EVP, Secretary, Treasurer,  
CFO-POA

02/09/2006

\_\_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 phantom stock units were accrued under The Washington Trust Company's deferred compensation plan and are to be settled in cash and/or common stock upon the reporting person's elections at the time of payment. The conversion of the derivative security is 1 for 1.

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