

PERINO BARBARA J  
 Form 4/A  
 February 09, 2006

**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 \*  
 PERINO BARBARA J

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)  
 16 LINKS PASSAGE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/03/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SVP Operations & Technology

WESTERLY, RI 02891

4. If Amendment, Date Original Filed(Month/Day/Year)  
 01/05/2006

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	01/03/2006		M		1,652	A	\$ 9.7778
							7,674.9385 (1)
Common Stock	01/03/2006		F		1,062	D	\$ 26.18
							6,612.9385 (1)

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
Stock Options (Right to buy)	\$ 11.5555					05/12/1997 05/12/2007	Common Stock	1,472
Stock Options (Right to buy)	\$ 15.25					05/15/2000 05/15/2010	Common Stock	4,820
Stock Options (Right to buy)	\$ 17.5					05/17/1999 05/17/2009	Common Stock	3,775
Stock Options (Right to buy)	\$ 17.8					04/23/2001 04/23/2011	Common Stock	4,425
Stock Options (Right to buy)	\$ 18.25					12/15/1997 12/15/2007	Common Stock	1,005
Stock Options (Right to buy)	\$ 20					05/12/2004 05/12/2013	Common Stock	4,690
Stock Options (Right to buy)	\$ 20.03					04/22/2002 04/22/2012	Common Stock	4,195
Stock Options (Right to buy)	\$ 26.81					06/13/2005 06/13/2015	Common Stock	3,300

Stock Options (Right to buy)	\$ 28.16				12/12/2005	12/12/2015	Common Stock	3,300
Stock Options (Right to buy)	\$ 9.7778	01/03/2006	M	1,652	05/13/1996	05/13/2006	Common Stock	1,652

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PERINO BARBARA J 16 LINKS PASSAGE WESTERLY, RI 02891			SVP Operations & Technology	

## 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) Transaction 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.