

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

I, Joseph J. MarcAurele

Reporter's Name, Street, and Mailing Address

Washington Trust Bancorp, Inc.

Name of the Holding Company Director and Official

Legal Title of Holding Company

Chairman and CEO

23 Broad Street

Title of the Holding Company Director and Official

(Mailing Address of the Holding Company) Street / P.O. Box

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Westerly RI 02891-1879

City

State

Zip Code

N/A

Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

David V. Devault

Vice Chair, Secretary & CFO

Name

Title

401-348-1319

Area Code / Phone Number / Extension

401-348-1565

Area Code / FAX Number

dvdevault@washtrust.com

E-mail Address

http://www.washtrust.com

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

Date of Signature

For holding companies not registered with the SEC—
 Indicate status of Annual Report to Shareholders:

is included with the FR Y-6 report
 will be sent under separate cover
 is not prepared

For Federal Reserve Bank Use Only

RSSD ID 1116349-816603
 C.I. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:
Report Item 4, item (4)(c)

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

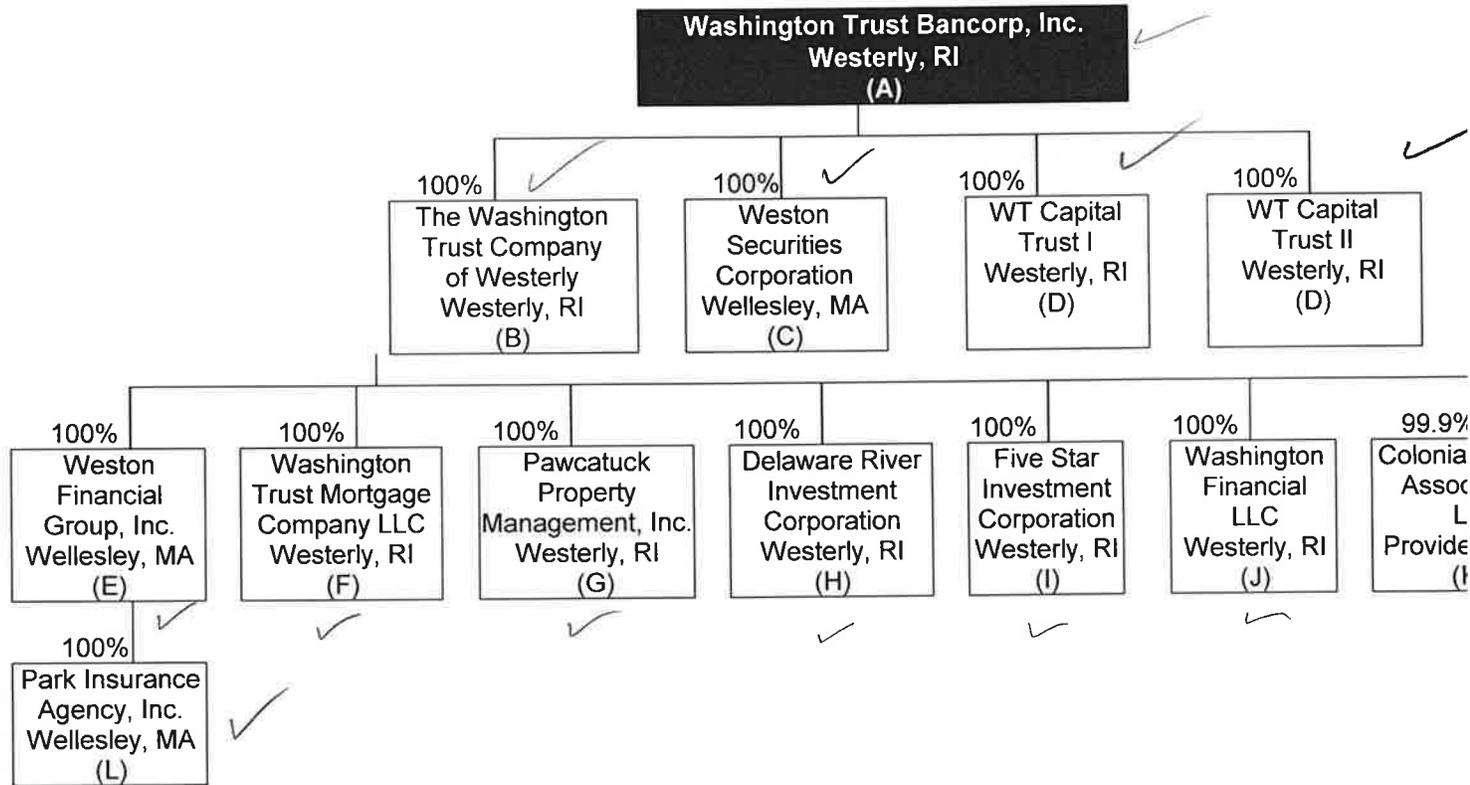
No

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

Report Item 1: Annual Report to Shareholders

The bank holding company is registered with the Securities and Exchange Commission (“SEC”), and as such has filed an with the SEC on March 7, 2014.

Report Item 2a: Organization Chart (city and state of physical location is presented for each entity)



- (A) Rhode Island corporation; bank holding company and financial holding company
- (B) Rhode Island-chartered commercial bank
- (C) Massachusetts corporation; broker-dealer
- (D) Delaware corporation; unconsolidated subsidiary. Holds junior subordinated debt issued by holding company; issuer of trust preferred securities to investors
- (E) Massachusetts corporation; registered investment advisor
- (F) Rhode Island Limited Liability Company; mortgage banking company; bank is sole (managing) member
- (G) Rhode Island corporation; primary purpose is to hold real estate and other assets

- (H) Rhode Island passive investment cc residential mortgage and other loan
- (I) Rhode Island passive investment cc marketable securities
- (J) Rhode Island Limited Liability Comp administrative purposes in connecti housing tax credit partnership; bank
- (K) Rhode Island low income housing t unconsolidated subsidiary; bank is l
- (L) Massachusetts corporation; insurar

Results: A list of branches for your depository institution: WASHINGTON TRUST COMPANY OF WESTERLY, THE (ID_RSSD: 816603). This depository institution is held by WASHINGTON TRUST BANCORP, INC. (1115349) of WESTERLY, RI. The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

Reconciliation and Verification Steps

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the Effective Date column.

Actions

- OK:** If the branch information is correct, enter 'OK' in the Data Action column.
- Change:** If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
- Close:** If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.
- Delete:** If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
- Add:** If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information. If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note: To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add. The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head
OK	✓	Full Service (Head Office)	816603	WASHINGTON TRUST COMPANY OF WESTERLY, THE	23 BROAD ST	WESTERLY	RI	02891	WASHINGTON	UNITED STATES	16538		0
OK	✓	Full Service	2623047	MCQUADES MYSTIC BRANCH	14 CLARA DRIVE	MYSTIC	CT	06355	NEW LONDON	UNITED STATES	256577		8
OK	✓	Full Service	793601	BLOCK ISLAND BRANCH	123 OCEAN AVENUE	BLOCK ISLAND	RI	02807	WASHINGTON	UNITED STATES	190908		3
OK	✓	Full Service	2002419	CHARLESTOWN BRANCH	4137 OLD POST RD	CHARLESTOWN	RI	02813	WASHINGTON	UNITED STATES	256574		4
OK	✓	Full Service	3689031	OAKLAWN BRANCH	1203 OAKLAWN AVENUE	CRANSTON	RI	02920	PROVIDENCE	UNITED STATES	465872		20
OK	✓	Full Service	4424976	PLAINFIELD PIKE BRANCH	2174 PLAINFIELD PIKE	CRANSTON	RI	02921	PROVIDENCE	UNITED STATES	Not Required	Not Required	
OK	✓	Full Service	907800	RESERVOIR AVENUE BRANCH	645 RESERVOIR AVE	CRANSTON	RI	02910	PROVIDENCE	UNITED STATES	251400		16
OK	✓	Full Service	4337357	EAST PROVIDENCE BRANCH	587 TALINTON AVENUE	EAST PROVIDENCE	RI	02914	PROVIDENCE	UNITED STATES	522321		22
OK	✓	Full Service	1393325	BONNET SHORES BRANCH	885 BOSTON NECK ROAD	NARRAGANSETT	RI	02882	WASHINGTON	UNITED STATES	40442		11
OK	✓	Full Service	2002428	SWEET MEADOWS BRANCH	20 POINT JUDITH RD	NARRAGANSETT	RI	02882	WASHINGTON	UNITED STATES	256575		5
OK	✓	Full Service	2573272	NORTH KINGSTOWN BRANCH	7625 POST ROAD	NORTH KINGSTOWN	RI	02852	WASHINGTON	UNITED STATES	256576		7
OK	✓	Trust	3689013	PROVIDENCE TRUST OFFICE BRANCH	86 SOUTH MAIN STREET	PROVIDENCE	RI	02903	PROVIDENCE	UNITED STATES	357053		14
OK	✓	Full Service	723309	WESTMINSTER STREET BRANCH	156 WESTMINSTER STREET	PROVIDENCE	RI	02903	PROVIDENCE	UNITED STATES	14226		15
OK	✓	Full Service	3689004	WAKEFIELD BRANCH	730 KINGSTOWN ROAD	WAKEFIELD	RI	02881	WASHINGTON	UNITED STATES	262344		12
OK	✓	Full Service	3689022	CENTERVILLE ROAD BRANCH	236 CENTERVILLE ROAD	WARWICK	RI	02886	KENT	UNITED STATES	419623		19
OK	✓	Full Service	4005245	GOVERNOR FRANCIS BRANCH	1473 WARWICK AVENUE	WARWICK	RI	02888	KENT	UNITED STATES	496000		21
OK	✓	Full Service	688305	FRANKLIN STREET BRANCH	126 FRANKLIN ST	WESTERLY	RI	02891	WASHINGTON	UNITED STATES	291649		2
OK	✓	Full Service	2623038	MCQUADES WESTERLY SUPERMARKET BRANCH	106 MAIN STREET	WESTERLY	RI	02891	WASHINGTON	UNITED STATES	256578		9
OK	✓	Full Service	938907	RICHMOND BRANCH	1200 MAIN ST	WYOMING	RI	02898	WASHINGTON	UNITED STATES	291648		1

**WASHINGTON TRUST BANCORP, INC.
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Report Item 4: Insiders

(1), (2), (3)(a)(b)(c), and (4)(a)(b)(c)

Subsidiaries referenced in line item (3)(b):

PPM	Pawcatuck Property Management, Inc.
DRIC	Delaware River Investment Corporation
FSIC	Five Star Investment Corporation
PIA	Park Insurance Agency, Inc.
WF LLC	Washington Financial LLC
WTMC LLC	Washington Trust Mortgage Company LLC
WTC	The Washington Trust Company
WFG	Weston Financial Group, Inc.
WSC	Weston Securities Corporation
WTCT I	WT Capital Trust I
WTCT II	WT Capital Trust II

(1) Name & Address (City, State, Country)	Joseph J. MarcAurele, East Greenwich, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	N/A
(3)(a) Title & Position with Bank Holding Company	Director, Chairman and Chief Executive Officer
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director, Chairman and Chief Executive Officer (WTC) Director, Chief Executive Officer and President (PPM, DRIC, FSIC, PIA) Director and Chairman (WFG, WSC, PIA) Manager, Chief Executive Officer and President (WF LLC) Manager and Chief Executive Officer (WTMC LLC) Administrator (WTCT I, WTCT II)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, Delta Dental of RI Director, Rhode Island Hospital Foundation Director and President, Rhode Island Community Food Bank Director, RIPEC
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.09%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

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(1) Name & Address (City, State, Country)	Edward O. Handy III , East Greenwich, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	N/A
(3)(a) Title & Position with Bank Holding Company	President and Chief Operating Officer
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	President and Chief Operating Officer (WTC) Manager and Chief Operating Officer (WTMC LLC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, Delta Dental of RI Director and Vice Chair, Crossroads Rhode Island Director and Audit Committee Chair, Rhode Island Foundation Director and Vice Chair, Providence Foundation Director, Rhode Island Hospital Foundation Director and Chair, Downtown Providence Parks Conservancy
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.01%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

(1) Name & Address (City, State, Country)	David V. Devault , Westerly, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	N/A
(3)(a) Title & Position with Bank Holding Company	Vice Chairman, Secretary and Chief Financial Officer
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Vice Chairman, Secretary and Chief Financial Officer (WTC) Director, Vice President, Chief Financial Officer and Secretary (PPM, DRIC, FSIC) Director (WFG, WSC, PIA) Manager, Vice President, Chief Financial Officer and Secretary (WF LLC) Manager, Secretary and Chief Financial Officer (WTMC LLC) Administrator (WTCT I, WTCT II)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, Ocean Community YMCA Director and Vice Chair, State Alliance of Rhode Island YMCAs Director and President, Rhode Island Bankers Association
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.25%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

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(1) Name & Address (City, State, Country)	Mark K. W. Gim , Barrington, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	N/A
(3)(a) Title & Position with Bank Holding Company	Executive Vice President, Wealth Management and Treasurer
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Executive Vice President, Wealth Management and Treasurer (WTC) Director, Vice President & Treasurer (PPM, DRIC) Director, Vice President, Treasurer and Chief Investment Officer (FSIC) Director and Executive Managing Director (WFG) Director (WSC) Director and Chief Executive Officer (PIA) Manager, Vice President and Treasurer (WF LLC) Manager and Treasurer (WTMC LLC) Administrator (WTCT I, WTCT II)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	President, CCRI Foundation Vice President and Trustee, Rhode Island Free Clinic Trustee, Trinity Repertory Company Director, YMCA of Greater Providence Director, Rhode Island Philharmonic and Music School
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.02%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

(1) Name & Address (City, State, Country)	John J. Bowen , North Kingstown, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	College Administrator, Johnson & Wales University
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Chancellor, President and Chief Executive Officer, Johnson & Wales University Trustee, Greater Providence Chamber of Commerce Director, Rhode Island Commodores Director, Newport Harbor Corporation
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.02%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

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(1) Name & Address (City, State, Country)	Steven J. Crandall, Hope Valley, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	Manufacturing, Ashaway Line & Twine Manufacturing Co.
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director & Vice President, Ashaway Line & Twine Manufacturing Co.
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.05%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

(1) Name & Address (City, State, Country)	Robert A. DiMuccio, Cumberland, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	Insurance, AMICA Mutual Insurance Company
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, Chairman, President and Chief Executive Officer, Amica Mutual Insurance Company Director, Chairman, President and Chief Executive Officer, Amica Life Insurance Company Director, President and Chief Executive Officer, Amica General Agency, Inc. Director, President and Chief Executive Officer, Amica General Agency of CA. Director, President and Chief Executive Officer, Amica Property & Casualty Ins. Co. Director and President, Amica Companies Foundation Director and President, Amica Lloyds of Texas, Inc. Director, Narragansett Council – Boy Scouts Director and Board President, Rhode Island Public Expenditure Council Director, Property Loss Research Bureau Director, Property Casualty Insurers Assoc. of America Member, President's Council Providence College Director, New England Council Director, Greater Providence Chamber of Commerce
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.01%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

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(1) Name & Address (City, State, Country)	Barry G. Hittner, Warwick, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	Retired
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, Amica Mutual Insurance Company and related entities Director, Benevolent Corporation Trustee, Community Preparatory School Director, Conti Fasteners, Inc. Trustee, Greater Providence Chamber of Commerce Director, Institute for The Study and Practice of Nonviolence Trustee, Meeting Street Director, Research Engineering & Manufacturing, Inc. Chairman and Trustee, Rhode Island Historical Society Trustee, Rebuild RI
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.05%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	Please see the Confidential Volume submitted herewith

(1) Name & Address (City, State, Country)	Katherine W. Hoxsie, CPA, Stonington, CT, USA
(2) Principal Occupation if other than with Bank Holding Company	Retired
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, Ocean Community YMCA Director and Treasurer, Mystic YMCA Director and Treasurer, Living Supplies Closet, Inc. Partner, Hoxsie Properties, LLC Director, Christ Episcopal Church
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.81%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	Please see the Confidential Volume submitted herewith

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(1) Name & Address (City, State, Country)	Kathleen E. McKeough, Riverside, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	Retired
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Trustee, YMCA of Greater Providence President, Yoga at Work, LLC Partner, Leadership Coaching at Work Point O' Woods Beach Association, Inc.
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.05%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	Please see the Confidential Volume submitted herewith

(1) Name & Address (City, State, Country)	Victor J. Orsinger II, Weekapaug, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	Attorney, Victor J Orsinger, Attorney at Law
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Proprietor, Victor J. Orsinger, Attorney at Law
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.08%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	Victor J. Orsinger, Attorney at Law (100%)

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(1) Name & Address (City, State, Country)	H. Douglas Randall III , Westerly, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	Real Estate, H.D. Randall, Realtors
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Chief Executive Officer, H.D. Randall Realtors, Inc. Chief Executive Officer, Randall Realtors of Wakefield, Inc. Chief Executive Officer, Randall Realtors of Wickford, Inc. Chief Executive Officer, H.D.R. Referrals, Inc. Chief Executive Officer, Randall Realtors of Guildford, LLC Chief Executive Officer, Randall Realtors Mystic, LLC Chief Executive Officer, Randall Realtors Waterford, LLC Chief Executive Officer, Kinlin Grover Realty Group LLC Chief Executive Officer, Randall Realtors Watch Hill LLC Chief Executive Officer, Randall Realtors Norwich LLC Co-owner, Holmes Street, LLC Chief Executive Officer, Kinlin Grover Commercial LLC Chief Executive Officer, PTR Referrals, LLC Chief Executive Officer, Randall Kinlin Grover Realty, LLC Moderator, Weekapaug Fire District Chief Executive Officer, Westerly Holdings, I.I.C.
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.10%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	Please see the Confidential Volume submitted herewith

(1) Name & Address (City, State, Country)	Edwin J. Santos , Saunderstown, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	Retired
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Chairman, CharterCARE Health Partners Treasurer and Director, Crossroads Rhode Island President, Rocky Hill School Director, Delta Dental of Rhode Island Director, Pyramis Global Advisors
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.01%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

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(1) Name & Address (City, State, Country)	Patrick J. Shanahan, Jr., Naples, FL, USA
(2) Principal Occupation if other than with Bank Holding Company	Retired
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	N/A
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.26%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

(1) Name & Address (City, State, Country)	John F. Treanor, Fort Myers, FL, USA
(2) Principal Occupation if other than with Bank Holding Company	Retired
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director and Audit Committee Chair, Beacon Mutual Insurance Company Director, Federal Home Loan Bank of Boston Director, Thielsch Engineering Company
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.14%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

(1) Name & Address (City, State, Country)	John C. Warren, Sarasota, FL, USA
(2) Principal Occupation if other than with Bank Holding Company	Retired
(3)(a) Title & Position with Bank Holding Company	Director
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director (WTC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	N/A
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.28%
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	None
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A

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(1) Name & Address (City, State, Country)	David W. Wallace, Greenwich, CT, USA
(2) Principal Occupation if other than with Bank Holding Company	Retired
(3)(a) Title & Position with Bank Holding Company	N/A
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	N/A
(3)(c) Title & Position with Other Businesses (include names of other businesses)	N/A
(4)(a) Percentage of Voting Shares in Bank Holding Company	11.93% (1)
(4)(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	N/A
(4)(c) List names of other companies (includes partnerships) if 25% or more of voting securities are held (List names of companies and percentage of voting securities held)	N/A
(1) Although David W. Wallace is not a director or officer of the bank holding company, information is provided because he is considered a "principal securities holder" of the bank holding company.	

Confirmation:



David V. Devault,
Vice Chairman, Secretary and Chief Financial Officer