

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

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MAR 30 2015

Supervision, Regulation and
Credit Department

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.

I, Joseph J. MarcAurele

Name of the Holding Company Director and Official

Chairman and CEO

Title of the Holding Company Director and Official

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.

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.

Signature of Holding Company Director and Official

03/19/2015

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
C.I.

1115349

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

December 31, 2014

Month / Day / Year

J66MZFCNJPP3PERHZW54

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Washington Trust Bancorp, Inc.

Legal Title of Holding Company

23 Broad Street

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

Westerly

RI

02891-1879

City

State

Zip Code

N/A

Physical Location (if different from mailing address)

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

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.

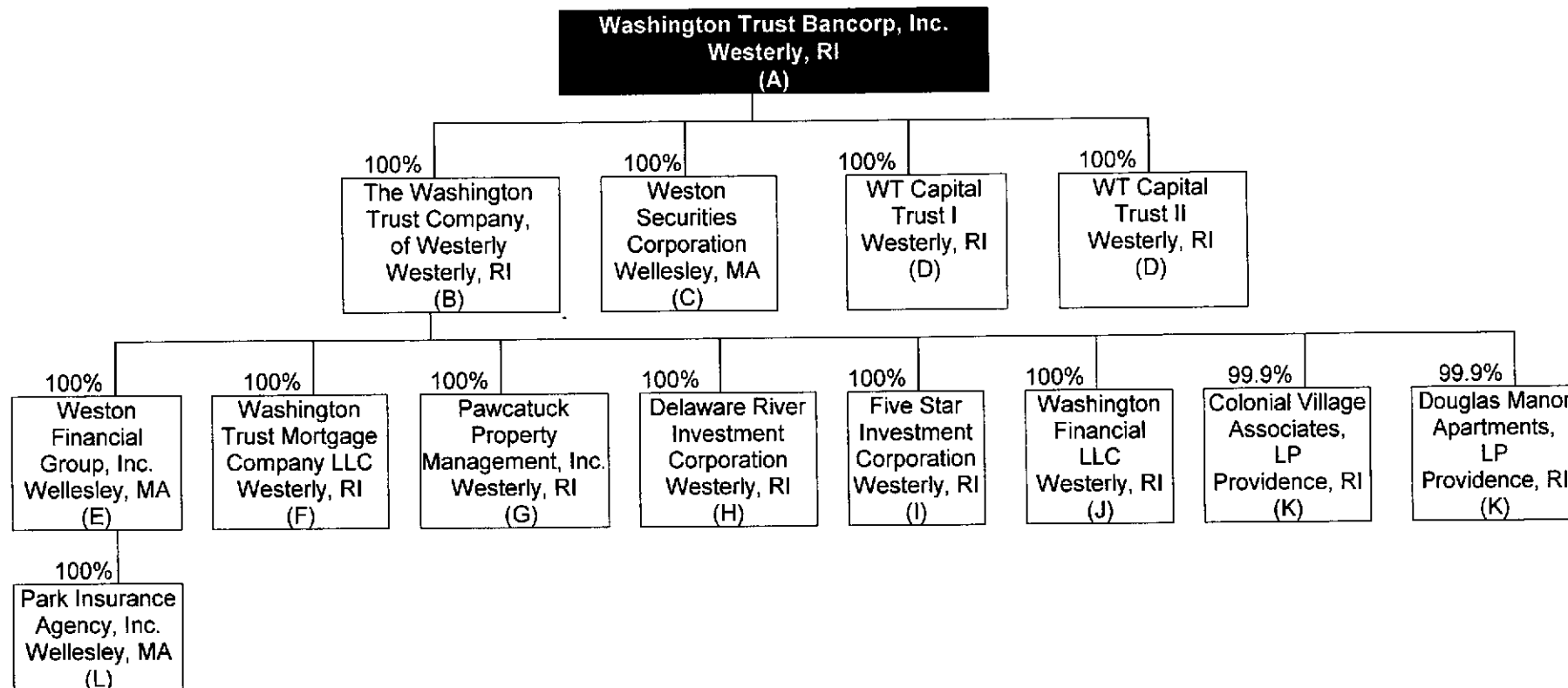
☒ The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

☐ No

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 annual report on Form 10-K with the SEC on March 12, 2015.

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 corporation; primarily holding residential mortgage and other loans
- (I) Rhode Island passive investment corporation; primarily holding marketable securities
- (J) Rhode Island Limited Liability Company established for administrative purposes in connection with investment in low income housing tax credit partnership; bank is sole (managing) member
- (K) Rhode Island low income housing tax credit limited partnership; unconsolidated subsidiary; bank is limited partner
- (L) Massachusetts corporation; insurance agency

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

Report Item 2b: Domestic Branch Listing

Submitted via email on January 31, 2015.

Report Item 3: Securities holders

(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12/31/2014			Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/2014		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship Or Incorporation	(1)(c) Number and Percentage of Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship Or Incorporation	(2)(c) Number and Percentage of Each Class of Voting Securities
David W. Wallace Greenwich, CT, USA	USA	1,981,417 – 11.83% Common Stock (1)	NONE		
Jean and David W. Wallace Foundation Greenwich, CT, USA	USA	915,000 – 5.46% Common Stock (2)			
BlackRock, Inc. New York, NY, USA	USA	934,714 – 5.60% Common Stock (3)			
T. Rowe Price Associates, Inc. Baltimore, MD, USA	USA	1,148,736 – 6.80% Common Stock (4)			
Champlain Investment Partners, LLC Baltimore, VT, USA	USA	889,255 – 5.28% Common Stock (5)			
(1) Based on information set forth in an Amendment No. 16 to a Schedule 13G/A filed with the SEC on February 13, 2015. Includes 134,000 shares owned by Mr. Wallace’s spouse, 915,000 shares held by the Jean and David W. Wallace Foundation, of which Mr. Wallace serves as Trustee, and 44,417 shares held by the Trust Two F/B/O Lindsay Mclean Juge for which Mr. Wallace’s spouse serves as trustee.					
(2) Based on information set forth in an Amendment No. 16 to a Schedule 13G/A filed with the SEC on February 13, 2015. These shares are also included in the shares owned by David W. Wallace as discussed in more detail in footnote (1) above.					
(3) Based on information set forth in an Amendment No. 5 to a Schedule 13G/A filed with the SEC on February 2, 2015.					
(4) Based on information set forth in an Amendment No. 5 to a Schedule 13G/A filed with the SEC on February 11, 2015. These shares are owned by various individuals and institutional investors which T. Rowe Price Associates, Inc. (“Price Associates”) serves as an investment adviser with power to direct investments and/or sole power to vote the shares. For purposes of the reporting requirements of the Exchange Act, Price Associates is deemed to be a beneficial owner of such shares; however Price Associates expressly disclaims that it is, in fact, the beneficial owner of such shares.					
(5) Based on information set forth in Schedule 13G/A filed with the SEC on February 11, 2015.					

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

(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 Chief Executive Officer, Westerly Holdings, LLC Director, Westerly Memorial Library
(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

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

Report Item 4: Insiders

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

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

DRIC	Delaware River Investment Corporation
FSIC	Five Star Investment Corporation
PIA	Park Insurance Agency, Inc.
PPM	Pawcatuck Property Management, Inc.
WF LLC	Washington Financial LLC
WTMC LLC	Washington Trust Mortgage Company LLC
WTC	The Washington Trust Company, of Westerly
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) 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	0.19%
(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

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

(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)	President, Yoga at Work, LLC
(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%)

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

(1) Name & Address (City, State, Country)	Steven J. Crandall, Westerly, 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	0.06%
(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 Director, Crossroads Rhode Island
(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

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

(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	0.06%
(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. Director, Christ Episcopal Church
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.80%
(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

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

(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 and Director, Prospect CharterCARE, LLC Treasurer and Director, Crossroads Rhode Island President and Director, Rocky Hill School Director, Delta Dental of Rhode Island Director, Pyramis Global Advisors Director, Providence Mutual Fire Insurance Company Member, Cherrystone Angel Group
(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)	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, Federal Home Loan Bank of Boston Director, Thielsch Engineering Company
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.15%
(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

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

(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) Director (PPM, DRIC, FSIC) Director (WFG, WSC, PIA) Manager and Chief Operating Officer (WTMC LLC) Manager (WF 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
(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	0.28%
(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

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

(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 and Trustee, CCRI Foundation President and Director, Rhode Island Free Clinic Trustee, Trinity Repertory Company Director, YMCA of Greater Providence Director, Rhode Island Philharmonic and Music School Director, Rhode Island Public Radio Director, Rhode Island Athenaeum
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.04%
(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

WASHINGTON TRUST BANCORP, INC.
FR Y-6 - ANNUAL REPORT OF BANK HOLDING COMPANY
DECEMBER 31, 2014

(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

(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	11.83% (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

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 **12/31/2014.** Data reflects information that was received and processed through **01/07/2015.**

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
OK		Full Service (Head Office)	816603	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	23 BROAD ST	WESTERLY	RI	2891	WASHINGTON
OK		Full Service	2623047	MCQUADES MYSTIC BRANCH	14 CLARA DRIVE	MYSTIC	CT	6355	NEW LONDON
OK		Full Service	793601	BLOCK ISLAND BRANCH	123 OCEAN AVENUE	BLOCK ISLAND	RI	2807	WASHINGTON

Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
UNITED STATES	16538	0	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	256577	8	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	190908	3	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	

OK		Full Service	2002419	CHARLESTOWN BRANCH	4137 OLD POST RD	CHARLESTOWN	RI	2813	WASHINGTON
OK		Full Service	3689031	OAKLAWN BRANCH	1203 OAKLAWN AVENUE	CRANSTON	RI	2920	PROVIDENCE
OK		Full Service	4424976	PLAINFIELD PIKE BRANCH	2174 PLAINFIELD PIKE	CRANSTON	RI	2921	PROVIDENCE
OK		Full Service	907800	RESERVOIR AVENUE BRANCH	645 RESERVOIR AVE	CRANSTON	RI	2910	PROVIDENCE
OK		Full Service	4337357	EAST PROVIDENCE BRANCH	587 TAUNTON AVENUE	EAST PROVIDENCE	RI	2914	PROVIDENCE
OK		Full Service	4675394	JOHNSTON ATWOOD BRANCH	1383 ATWOOD AVE	JOHNSTON	RI	2919	PROVIDENCE
OK		Full Service	1393325	BONNET SHORES BRANCH	885 BOSTON NECK ROAD	NARRAGANSETT	RI	2882	WASHINGTON
OK		Full Service	2002428	SWEET MEADOWS BRANCH	20 POINT JUDITH RD	NARRAGANSETT	RI	2882	WASHINGTON
OK		Full Service	2573272	NORTH KINGSTOWN BRANCH	7625 POST ROAD	NORTH KINGSTOWN	RI	2852	WASHINGTON
OK		Trust	3689013	PROVIDENCE TRUST OFFICE BRANCH	66 SOUTH MAIN STREET	PROVIDENCE	RI	2903	PROVIDENCE
OK		Full Service	723309	WESTMINSTER STREET BRANCH	156 WESTMINSTER STREET	PROVIDENCE	RI	2903	PROVIDENCE
OK		Full Service	3689004	WAKEFIELD BRANCH	730 KINGSTOWN ROAD	WAKEFIELD	RI	2881	WASHINGTON
OK		Full Service	3689022	CENTERVILLE ROAD BRANCH	236 CENTERVILLE ROAD	WARWICK	RI	2886	KENT
OK		Full Service	4005245	GOVERNOR FRANCIS BRANCH	1473 WARWICK AVENUE	WARWICK	RI	2888	KENT
OK		Full Service	688305	FRANKLIN STREET BRANCH	126 FRANKLIN ST	WESTERLY	RI	2891	WASHINGTON
OK		Full Service	2623038	MCQUADES WESTERLY SUPERMARKET BRANCH	106 MAIN STREET	WESTERLY	RI	2891	WASHINGTON
OK		Full Service	938907	RICHMOND BRANCH	1200 MAIN ST	WYOMING	RI	2898	WASHINGTON

UNITED STATES	256574	4	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	465872	20	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	533110	23	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	251400	16	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	522321	22	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	40442	11	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	256575	5	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	256576	7	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	357053	14	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	14226	15	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	262344	12	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	419623	19	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	496000	21	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	291649	2	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	256578	9	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
UNITED STATES	291648	1	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	