

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

ER
3/21/19
AF
3/21/19

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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Edward O. Handy III

Name of the Holding Company Director and Official

Chairman and Chief Executive Officer

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

03/18/2019

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 115349
C.I. _____

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate 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.

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

December 31, 2018

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:

Ronald S. Ohsberg

SEVP, CFO and Treasurer

Name

Title

401-348-1473

Area Code / Phone Number / Extension

401-348-1565

Area Code / FAX Number

rsoshsberg@washttrust.com

E-mail Address

https://www.washttrust.com

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

Is confidential treatment requested for any portion of this report submission?

0=No

1=Yes

1

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report

☒

2. a letter justifying this request has been provided separately ...

☐

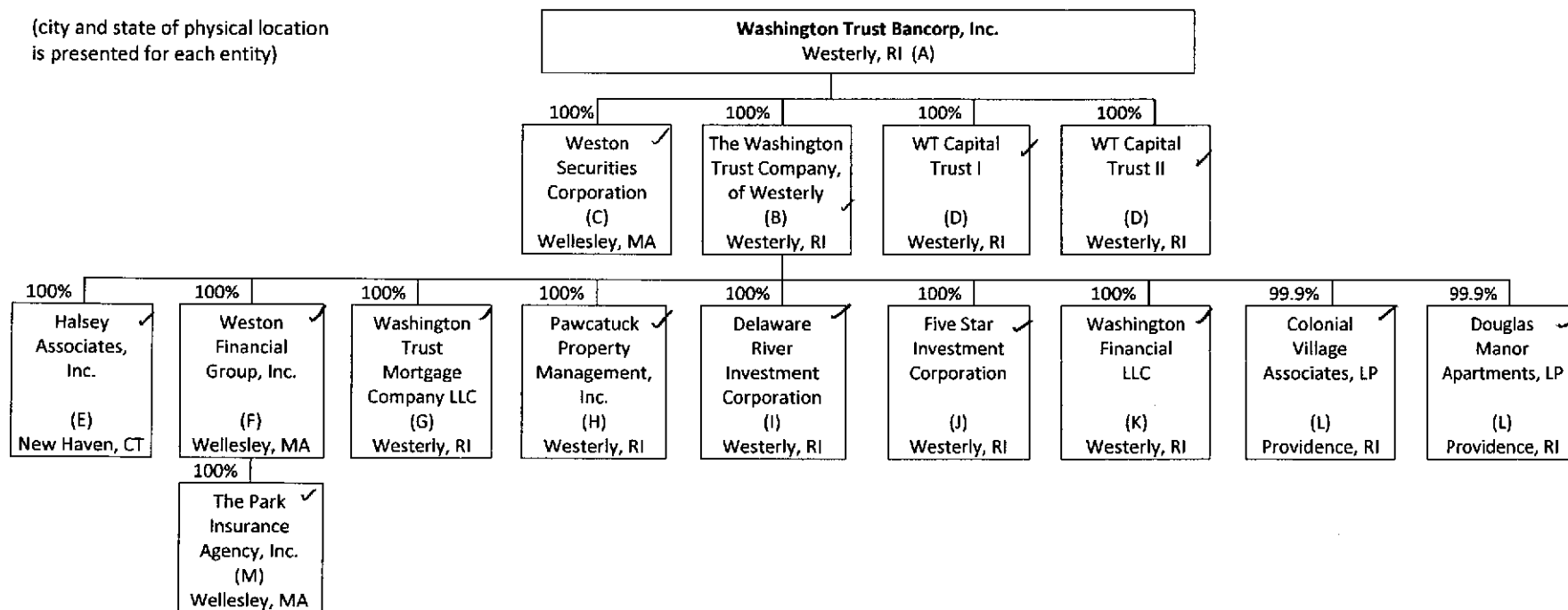
NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

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 February 26, 2019.

Report Item 2a: Organization Chart

(city and state of physical location
is presented for each entity)



- (A) Rhode Island C-corporation; bank holding company and financial holding company. LEI: J66MZFCNUPP3PERHZW54 /
- (B) Rhode Island-chartered commercial bank. LEI: 549300HKYBSATM44Q425 /
- (C) Massachusetts C-corporation; broker-dealer
- (D) Delaware corporation; unconsolidated subsidiary. Holds junior subordinated debt issued by parent (A); issuer of trust preferred securities to investors
- (E) Connecticut C-corporation; registered investment advisor
- (F) Massachusetts C-corporation; registered investment advisor
- (G) Rhode Island Limited Liability Company; mortgage banking company; company (B) is sole member

- (H) Rhode Island C-corporation; primary purpose is to hold real estate and other assets.
- (I) Rhode Island passive investment corporation; primarily holding residential mortgage and other loans
- (J) Rhode Island passive investment corporation; primarily holding marketable securities
- (K) Rhode Island Limited Liability Company established for administrative purposes in connection with investment in low income housing tax credit partnership; company (B) is sole member
- (L) Rhode Island low income housing tax credit limited partnership; unconsolidated subsidiary
- (M) Massachusetts C-corporation; insurance agency

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 **12/31/2018**. Data reflects information that was received and processed through **01/06/2019**.

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
OK		Full Service (Head Office)	816603	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	23 BROAD ST	WESTERLY	RI	02891
OK		Full Service	2623047	MCQUADES MYSTIC BRANCH	14 CLARA DRIVE	MYSTIC	CT	06355
OK		Full Service	793601	BLOCK ISLAND BRANCH	123 OCEAN AVENUE	BLOCK ISLAND	RI	02807
OK		Full Service	2002419	CHARLESTOWN BRANCH	4137 OLD POST RD	CHARLESTOWN	RI	02813
OK		Full Service	5175499	COVENTRY BRANCH	732 TIOGUE AVENUE	COVENTRY	RI	02816
OK		Full Service	3689031	OAKLAWN BRANCH	1203 OAKLAWN AVENUE	CRANSTON	RI	02920
OK		Full Service	4424976	PLAINFIELD PIKE BRANCH	2174 PLAINFIELD PIKE	CRANSTON	RI	02921
OK		Full Service	907800	RESERVOIR AVENUE BRANCH	645 RESERVOIR AVE	CRANSTON	RI	02910
OK		Full Service	4337357	EAST PROVIDENCE BRANCH	587 TAUNTON AVENUE	EAST PROVIDENCE	RI	02914
OK		Full Service	4675394	JOHNSTON ATWOOD BRANCH	1383 ATWOOD AVE	JOHNSTON	RI	02919
OK		Full Service	1393325	BONNET SHORES BRANCH	885 BOSTON NECK ROAD	NARRAGANSETT	RI	02882
OK		Full Service	2002428	SWEET MEADOWS BRANCH	20 POINT JUDITH RD	NARRAGANSETT	RI	02882
OK		Full Service	2573272	NORTH KINGSTOWN BRANCH	7625 POST ROAD	NORTH KINGSTOWN	RI	02852
OK		Full Service	4959759	EAST SIDE BRANCH	229 WATERMAN STREET	PROVIDENCE	RI	02906
OK		Trust	3689013	PROVIDENCE TRUST OFFICE BRANCH	10 WEYBOSSET STREET	PROVIDENCE	RI	02903
OK		Full Service	723309	WESTMINSTER STREET BRANCH	156 WESTMINSTER STREET	PROVIDENCE	RI	02903
OK		Full Service	4848956	RUMFORD BRANCH	330 NEWPORT AVENUE	RUMFORD	RI	02916
OK		Full Service	3689004	WAKEFIELD BRANCH	730 KINGSTOWN ROAD	WAKEFIELD	RI	02879
OK		Full Service	3689022	CENTERVILLE ROAD BRANCH	236 CENTERVILLE ROAD	WARWICK	RI	02886
OK		Full Service	4005245	GOVERNOR FRANCIS BRANCH	1473 WARWICK AVENUE	WARWICK	RI	02888
OK		Full Service	688305	FRANKLIN STREET BRANCH	126 FRANKLIN ST	WESTERLY	RI	02891
OK		Full Service	2623038	MCQUADES WESTERLY SUPERMARKET BRANCH	106 MAIN STREET	WESTERLY	RI	02891
OK		Full Service	938907	RICHMOND BRANCH	1200 MAIN ST	WYOMING	RI	02898

County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
NEW LONDON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
KENT	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
PROVIDENCE	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
KENT	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
KENT	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	
WASHINGTON	UNITED STATES	Not Required	Not Required	WASHINGTON TRUST COMPANY, OF WESTERLY, THE	816603	

Report Item 2b: Domestic Branch Listing

Submitted via email on January 30, 2019.

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 12/31/2018			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 12/31/2018		
(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
Jean M. Wallace Greenwich, CT, USA	USA	1,983,417 – 11.46% (i) Common Stock	None		
Jean and David W. Wallace Foundation Greenwich, CT, USA	USA	915,000 – 5.29% (ii) Common Stock			
BlackRock, Inc. New York, NY, USA	USA	1,132,563 – 6.55% (iii) Common Stock			
Principal Global Investors, LLC Des Moines, IA, USA	USA	953,914 – 5.51% (iv) Common Stock			

- (i) Based on information set forth in a Schedule 13G filed with the SEC on February 14, 2019. Includes 915,000 shares held by the Jean and David W. Wallace Foundation, of which Mrs. Wallace serves as Trustee.
- (ii) Based on information set forth in a Schedule 13G filed with the SEC on February 14, 2019. These shares are also included in the shares owned by Jean M. Wallace as discussed in more detail in footnote (i) above.
- (iii) Based on information set forth in an Amendment No. 9 to a Schedule 13G/A filed with the SEC on February 6, 2019.
- (iv) Based on information set forth in a Schedule 13G filed with the SEC on February 14, 2019.

Report Item 4: Insiders

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

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

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

(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	Director, Chairman and Chief Executive Officer
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Director, Chairman and Chief Executive Officer (WTC) Director and Chief Executive Officer (PPM, DRIC, FSIC) Director and Chairman (HAI, WFG, WSC, PIA) Manager and Chief Executive Officer (WF LLC, WTMC LLC) Administrator (WTCT I, WTCT II)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, Vice Chair, Crossroads RI Director, Delta Dental of RI Trustee, Greater Providence Chamber of Commerce Trustee, Providence Foundation President, Rhode Island Community Food Bank Director, Salve Regina University
(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)	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	President and Chief Operating Officer
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	President and Chief Operating Officer (WTC) Director, President and Chief Operating Officer (PPM, DRIC, FSIC) Director (WFG, WSC, PIA, HAI) Manager, President and Chief Operating Officer (WF LLC) Manager and President (WTMC LLC) Administrator (WTCT I, WTCT II)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, CCRI Foundation Director, Providence Athenaeum President & Director, Rhode Island Free Clinic Director, Rhode Island Philharmonic Director, Rhode Island Public Radio Director, The Wolf School Director, Trinity Repertory Company
(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)	N/A

(1) Name & Address (City, State, Country)	Ronald S. Ohsberg, Cranston, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	N/A
(3)(a) Title & Position with Bank Holding Company	Senior Executive Vice President, Chief Financial Officer and Treasurer
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Senior Executive Vice President, Chief Financial Officer and Treasurer (WTC) Director, Senior Executive Vice President, Chief Financial Officer and Treasurer (PPM, DRIC, FSIC) Director, Chief Financial Officer, Treasurer (HAI) Director, Treasurer (WFG) Director (WSC, PIA) Manager, Senior Executive Vice President, Chief Financial Officer and Treasurer (WF LLC, WTMC LLC) Administrator (WTCT I, WTCT II)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Director, Procaccianti Real Estate Investment Trust Finance Committee Member, Scandinavian Home & Retirement Center
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.00%
(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)	Kristen L. DiSanto, Wakefield, RI, USA
(2) Principal Occupation if other than with Bank Holding Company	N/A
(3)(a) Title & Position with Bank Holding Company	Senior Executive Vice President, Chief Human Resources Officer and Corporate Secretary
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Senior Executive Vice President, Chief Human Resources Officer and Corporate Secretary (WTC) Senior Executive Vice President and Secretary (PPM, DRIC, FSIC, WF LLC) Manager, Senior Executive Vice President and Secretary (WTMC LLC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	Trustee, St. Elizabeth Community
(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)	Maria N. Janes, Westerly, 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 and Controller
(3)(b) Title & Position with Subsidiaries (include names of subsidiaries)	Executive Vice President and Controller (WTC, PPM, DRIC, FSIC, WF LLC, WTMC LLC)
(3)(c) Title & Position with Other Businesses (include names of other businesses)	None
(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, Jupiter, FL, USA
(2) Principal Occupation if other than with Bank Holding Company	College Administrator, Johnson & Wales University (Retired on 12/31/2018)
(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 (Retired on 12/31/2018) Director, Newport Harbor Corporation
(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)	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	0.09%
(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)	Please see the Confidential Volume submitted herewith

(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)	<p>President & Director, Amica Companies Foundation Member, Amica Federal PAC President & Director, Amica General Agency, Inc Chairman, President, CEO & Director, Amica Life Insurance Company Chairman, President, CEO & Director, Amica Mutual Insurance Company President, CEO & Director, Amica Property & Casualty Ins. Co. Member, Amica State PAC Director & Treasurer, RI Commodores Director through 9/21/18, Crossroads Rhode Island Chairman & Director, Greater Providence Chamber of Commerce & Foundation Director, Insurance Institute for Business & Home Safety Director, Narragansett Council of Boy Scouts Director, New England Council Director, Patnership for Rhode Island Director, Property Casualty Insurers Assoc. Director, Property Loss Research Bureau Member, Providence College President's Council Investment Committee Member, Rhode Island Foundation Director & Board President, Rhode Island Public Expenditure Council Director & Treasurer, RI Boy Scouts</p>
(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)	Constance A. Howes, Providence, 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, Greater Providence Chamber of Commerce Member, Providence College President's Council Director, Roger Williams School of Law Director, Women & Infants Development Foundation
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.00%
(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)	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)	Member, Hoxsie Properties, LLC Director, Christ Church Treasurer, Living Supplies Closet, Inc. Director, Seven Elm Street
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.77%
(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)	Joseph J. MarcAurele, East Greenwich, 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, Delta Dental of RI Director, Lifespan Trustee, Rhode Island Hospital Foundation
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.37%
(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)	Kathleen E. McKeough, South Lyme, 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)	President, Yoga at Work, LLC
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.07%
(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, Delray Beach, FL, 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	0.06%
(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)	Victor J. Orsinger, Attorney at Law (100%)

(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)	<p>Chief Executive Officer, H.D. Randall Realtors, Inc. Chief Executive Officer, H.D.R. Referrals, Inc. 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 of 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 Trustee, URI Foundation Trustee, Westerly Library/Park Chief Executive Officer, Westerly Holdings LLC</p>
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.11%
(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 and Director, Prospect CharterCARE, LLC Trustee, Crossroads Rhode Island Director, Delta Dental of RI Director, Fidelity Institutional Asset Management Director, Providence Mutual Fire Insurance Company Trustee, Bryant University
(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 F. Treanor, Miromar Lakes, 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
(4)(a) Percentage of Voting Shares in Bank Holding Company	0.07%
(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)	Jean M. 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)	Trustee, Jean and David W. Wallace Foundation
(4)(a) Percentage of Voting Shares in Bank Holding Company	11.46% (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 Jean M. Wallace is not a director or officer of the bank holding company, information is provided because she is considered a "principal securities holder" of the bank holding company.	

Confirmation:



Ronald S. Ohsberg,
Senior Executive Vice President, Chief Financial Officer
and Treasurer