

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549  
-----

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported)

April 22, 2008

WASHINGTON TRUST BANCORP, INC.  
-----

(Exact Name of Registrant as Specified in Charter)

Rhode Island  
-----

(State or Other Jurisdiction  
of Incorporation)

0-13091  
-----

(Commission  
File Number)

05-0404671  
-----

(IRS Employer  
Identification No.)

23 Broad Street, Westerly, Rhode Island 02891  
-----

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (401) 348-1200

Former name or address, if changed from last report: N/A

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

(b)

On April 22, 2008, Washington Trust Bancorp Inc. (the “Corporation”) held its Annual Meeting of Shareholders during which director James P. Sullivan retired from the Corporation’s Board of Directors.

Pursuant to the Corporation’s by-laws, any director who reaches his or her 70<sup>th</sup> birthday agrees to resign from the Board of Directors as of the next Annual Meeting of Shareholders following such director’s 70<sup>th</sup> birthday.

---

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WASHINGTON TRUST BANCORP, INC.

Date: April 24, 2008

By: /s/ David V. Devault

David V. Devault

Executive Vice President, Secretary, Treasurer and Chief  
Financial Officer