WASHINGTON MUTUAL INC

Form 4 August 03, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

January 31, Expires: 2005

OMB APPROVAL

5 D 1 (* 1 * CD - (* D - () (

(Instr. 4)

D

D

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Common

Common

08/01/2005

08/01/2005

(Print or Type Responses)

1 Name and Address of Departing De

ROTELLA STEPHEN J			ool	nd Ticker or Trading N MUTUAL INC	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 1201 THIR	(First) ((Mon	te of Earliest (http://doi.org/1005)		Director 10% Owner Officer (give title Other (spec below) President and COO			
	(Street)		Amendment, I (Month/Day/Ye	ar)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SEATTLE,	WA 98101				Form filed by Merson	ore than One Re	porting	
(City)	(State)	(Zip)	Γable I - Non-	Derivative Securities Acqu	uired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securities Acquired (A) oner Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				. ,	ransaction(s)	(Instr. 4)		

Code V

D

F

Amount

87,955.73

2,006.86

(1)

(D)

D

Price

42.5

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s) (Instr. 3 and 4)

276,680.96

274,674.1

Edgar Filing: WASHINGTON MUTUAL INC - Form 4

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	<u>(2)</u>	08/01/2005		A	87,955.73		(3)	(3)	Common	87,955.73

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ROTELLA STEPHEN J 1201 THIRD AVENUE SEATTLE, WA 98101

President and COO

Signatures

By: /s/ Christopher J. Bellavia, Attorney-in-Fact

08/03/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Deferral of vested restricted stock into the Washington Mutual, Inc. ("WM") Deferred Compensation Plan.
- (2) Converts to common stock on a one-for-one basis.
- (3) Phantom stock distributed upon payment commencement date selected by reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2