

ELLIOTT R KEITH
Form 4
January 03, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ELLIOTT R KEITH

2. Issuer Name and Ticker or Trading Symbol
WILMINGTON TRUST CORP
[WL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/29/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

249 TRADEWIND DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

PALM BEACH, FL 33480

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock				(A) or (D) Price	5,736.475 ⁽¹⁾	D	

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

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SEC 1474 (9-02)

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

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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. Transaction Code	5. Number of Derivative 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 Security (Instr. 3 and 4)	Amount of Underlying Security			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Phantom Stock Units	(2)	01/02/2007		A		22.537		(3)	(3)	Common Stock	22
Stock Units	(2)							(4)	(4)	Common Stock	36
Non-Statutory Stock Options (6)	\$ 31.375							05/17/2001	05/16/2011	Common Stock	8
Non-Statutory Stock Option (6)	\$ 27.91							02/20/2006	02/19/2013	Common Stock	3
Non-Statutory Stock Option (6)	\$ 37.02							02/25/2007	02/24/2014	Common Stock	8
Non-Statutory Stock Option (6)	\$ 33.9							02/25/2008	02/20/2015	Common Stock	4
Non-Statutory Stock Option (6)	\$ 43.27							02/23/2009	02/19/2016	Common Stock	4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ELLIOTT R KEITH 249 TRADEWIND DRIVE PALM BEACH, FL 33480		X		

Signatures

Gerard A. Chamberlain, Attorney-in-Fact Pursuant to Limited Power of Attorney

01/03/2007

**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) Includes 63,475 shares held by Wells Fargo Bank, N.A. pursuant to dividend reinvestment plan of registrant as of November 15, 2006.
- (2) One-for-one.
- (3) These phantom stock units may be exercised only for cash and only following the termination of the reporting person's service as a director.
- (4) These stock units will be settled in shares of registrant's common stock following the termination of the reporting person's service as a director.
- (5) Includes 2,693 dividend equivalent shares earned on prior quarter's balance.
- (6) (Right to buy).

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.