WILMINGTON
TRUST

Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, DE 19890-0001

March 6, 2009

BY EMAIL AND FEDERAL EXPRESS

Special Inspector General -- TARP
1500 Pennsylvania Avenue, NW
Suite 1064
Washington, DC 20220

Re: Your Letter of February 6, 2009

Dear Special Inspector General:

I am writing in response to your letter dated February 6, 2009 (the "Letter"). The Letter requested certain information in connection with the participation of Wilmington Trust Corporation (referred to herein as "WTC", "we" or "us") in the Capital Purchase Program ("CPP"). The CPP is part of the Troubled Asset Relief Program ("TARP") established by the Emergency Economic Stabilization Act of 2008.

1. Use of TARP Funds

   a. Anticipated Use of TARP Funds. When we first applied for and finalized our TARP funding through the CPP, we anticipated that the funds would help supplement our capital, providing us with an additional capital cushion.

   b. Segregation of TARP Funds. Our TARP funds were deposited into our corporate checking account and have not been segregated from other institutional funds.

   c. Actual Use of TARP Funds to Date. Our TARP funds have supplemented our capital and enhanced our financial stability. This supplemental capital has helped us to (b) (4) (b) (4) [redacted]

   d. Expected Use of Unspent TARP Funds. We anticipate that our TARP funds will continue to help supplementing our capital, thereby enhancing our financial stability and helping us make loans to qualified borrowers. For a more detailed discussion of out participation in the CPP, please see page 4 of our 2008 Annual Report, a copy of which may be found on our website at https://www.wilmingtontrust.com/repositories/wtc_sitecontent/PDF/AR-2008-Total.pdf.

2. Executive Compensation Requirements

The CPP contains numerous executive compensation requirements. These, and the status of our implementation with those requirements, are summarized below.

a. Restrictions on Bonuses. Under the CPP, we cannot award the named executive officers in our proxy statement (the "NEOs") or the next ten most highly compensated employees ("MHCEs") bonuses, retention awards or incentive compensation, except for (1) restricted stock that does not vest until the funds we received in the CPP are repaid and which is not more than one-third of the individual's annual compensation or (2) compensation paid pursuant to pre-existing employment agreements.

   (b) (4) [redacted]

b. Limitation on Tax Deductions. The CPP prohibits us from deducting compensation paid to any of our NEOs in excess of $500,000 annually. This requirement is pro-rated for the first year of an institutions participation in the CPP.

   Our published financial statements for 2008 already incorporate this deductibility limitation.

c. "Golden Parachute" Payments and Inappropriate Incentives. The CPP requires that executive compensation for CPP participants be restricted in the following respects:
   - We cannot make "golden parachute payments" to our NEOs or the next five MHCEs;
   - We must prohibit compensation plans that either (1) would encourage the manipulation of our earnings, or (2) include incentives for NEOs to take unnecessary and excessive risks that threaten the value of WTC; and
   - We must recover bonuses, retention awards, and incentive compensation paid to our NEOs and the next 20 MHCEs that are based on statements of earnings, revenues, gains, or other criteria that are later found to be materially inaccurate.

   We have not made any golden parachute payments, and believe we already comply with the other requirements set forth above.

d. Shareholder Approval of Executive Compensation. Under the CPP, we are required to permit shareholder approval of our executive compensation.

   The proxy statement we filed with the Securities and Exchange Commission (the "SEC") on March 2, 2009 for our 2009 Annual Shareholders' Meeting includes as an agenda item shareholder approval of our executive compensation.

e. Limitations on Luxury Expenditures. The CPP requires that a participant have in place a company-wide policy regarding excessive and luxury expenditures, which may include excessive expenditures on (1) entertainment and events, (2) office or facility renovations, (3) aviation and other transportation services, and (4) other activities or events that are not reasonable expenditures for staff development, reasonable performance incentives, or other similar measures conducted in the normal course of the business of our operations.

We have in place extensive written policies and procedures regarding travel and entertainment expenses, including airline travel, as well as extensive written procedures that require approval of capital expenditures by various levels of our management depending on the amount of the expense. [redacted] (b) (4) (b) (4)

f. Compensation Committee. The CPP requires that our Compensation Committee (1) be comprised solely of independent directors, (2) meet at least semi-annually to discuss and evaluate employee compensation plans in light of an assessment of any risk posed to WTC from those plans, (3) assess the risks that WTC faces that could threaten its value, and (4) identify and limit features in our NEOs' incentive compensation arrangements that could encourage them to take such risks.

Our Compensation Committee is already comprised solely of independent directors. Consistent with the requirements of the CPP, on February 18, 2009, our Compensation Committee met with the head of our Audit Services Department, our senior risk officer for these purposes, and reviewed with him the risks described above and their relationship to NEO compensation. As a result of that review, the Compensation Committee concluded that our NEO incentive compensation arrangements do not subject us to undue or unnecessary risks that threaten the value of WTC. The Committee certified to this in the proxy statement we filed with the SEC on March 2, 2009, a copy of which may be found on our website at https://www.wilmingtontrust.com/repositories/wtc_sitecontent/PDF/SEC/2009-annualShareholder_proxy.pdf. The Compensation Committee also intends to fulfill its obligation to meet at least semi-annually to discuss and evaluate employee compensation plans in light of an assessment of any risk posed to WTC from those plans.

g. ARRA Certifications. Under Section 7001 of the ARRA, our Chief Executive Officer and Chief Financial Officer must certify to our compliance with certain requirements of that section in documents we file with the SEC from time to time.

On February 26, 2009, the SEC ruled that those certifications will not be required until the United States Department of the Treasury ("Treasury") establishes standards as required under ARRA Section 7001. As a result, we have not yet developed plans to comply with this certification requirement.

h. Other Certifications. In addition, under Treasury-issued guidance, our Chief Executive Officer is required to certify periodically regarding our compliance with various CPP executive compensation requirements.

   To our knowledge, specific guidance on complying with these requirements has not yet been published by Treasury in the Federal Register. As a result, we have not yet developed plans to comply with these certification requirements.

i. Modifications. The Letter asked whether any of the CPP executive compensation restrictions will be offset by changes to other, longer-term or deferred forms of executive compensation.

   (b) (4) [redacted]

Confidentiality
WTC is requesting to keep the information contained in this letter confidential in accordance with the Freedom of Information Act (12 U.S.C. §552) because it represents trade secrets or privileged commercial or financial information of WTC and its affiliates. Releasing trade secrets or privileged commercial or financial information of WTC and its affiliates could result in financial or reputational harm to WTC and its affiliates, or potentially allow third parties to attempt to trade on inside information to otherwise use the information improperly to their advantage. Confidential treatment is not requested for WTC's Proxy Statement and 2008 Annual Report referenced above, as these are publicly available documents.

Certification

By signing this letter, (1) I certify that I have reviewed this response to the Letter and any supporting documents, and (2) based upon my knowledge, this response and the supporting documents, I hereby certify to the accuracy of all statements, representations, and supporting information provided in and with this letter, subject to the requirements and penalties set forth in Title 18, United States Code, Section 1001.

Best Regards,

David R. Gibson
Executive Vice President and Chief Financial Officer
Wilmington Trust Corporation
1100 North Market Street
(b) (6) [redacted]

WILMINGTON
TRUST

2008 ANNUAL REPORT

WILMINGTON
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Annual Meeting — April 22, 2009

March 10, 2009

Dear Shareholders:

You are invited to attend our 2009 Annual Meeting on Wednesday, April 22, 2009, at 10:00 a.m. at the Wilmington Trust Plaza, Mezzanine Level, 301 West Eleventh Street, Wilmington, Delaware.

The enclosed Notice of Annual Meeting and Proxy Statement provide information about the governance of our Company and describe the various matters to be acted upon during the meeting. In addition, there will be a report on the state of our Company's business and an opportunity for you to express your views on subjects related to our operations.

The Annual Meeting gives us an opportunity to review the actions our Company is taking to achieve our mission of maximizing shareholder value. We appreciate your ownership of Wilmington Trust, and I hope you will be able to join us on April 22 for our Annual Meeting.

Sincerely,

Ted T. Cecala,
Chairman of the Board and Chief Executive Officer