

SANDY SPRING BANCORP INC
 Form 4
 March 13, 2008

FORM 4

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

OMB APPROVAL

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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 *
HOLLAR HUNTER R

(Last) (First) (Middle)

**SANDY SPRING BANCORP,
 INC., 17801 GEORGIA AVENUE**

(Street)

OLNEY, MD 20832

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**SANDY SPRING BANCORP INC
 [SASR]**

3. Date of Earliest Transaction
 (Month/Day/Year)
03/13/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 03/13/2008 ⁽¹⁾ | | D | V | 2,000 | D | |
| | | | | | \$ 27.27 | | |
| Common Stock | | | | | 29,048 | D | |
| Common Stock | | | | | 8,072 | I | In Wife's Rev Trst |
| Common Stock | | | | | 907 | I | 401(k) Plan |
| Common Stock | | | | | 2,000 | I | Restricted Stock Award |

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

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(9-02)

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. Transaction Code (Instr. 8) | 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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options (Right to Buy) | \$ 20.33 | | | | | 12/16/1998 ⁽²⁾ 12/16/2008 | Common Stock | 4,500 |
| Stock Options (Right to Buy) | \$ 31.25 | | | | | 12/11/2002 ⁽²⁾ 12/11/2012 | Common Stock | 17,000 |
| Stock Options (Right to Buy) | \$ 38.13 | | | | | 12/14/2005 ⁽²⁾ 12/14/2012 | Common Stock | 22,500 |
| Stock Options (Right to Buy) | \$ 38 | | | | | 12/15/2004 12/15/2014 | Common Stock | 18,650 |
| Stock Options (Right to Buy) | \$ 37.4 | | | | | 12/13/2007 ⁽³⁾ 12/13/2013 | Common Stock | 11,500 |
| Stock Options (Right to Buy) | \$ 38.91 | | | | | 12/17/2003 ⁽²⁾ 12/17/2013 | Common Stock | 16,950 |
| | \$ 17.21 | | | | | 12/15/1999 ⁽²⁾ 12/15/2009 | | 10,520 |

| | | | | | |
|------------------------------|----------|---------------------------|------------|--------------|--------|
| Stock Options (Right to Buy) | | | | Common Stock | |
| Stock Options (Right to Buy) | \$ 14.54 | 12/13/2000 ⁽²⁾ | 12/13/2010 | Common Stock | 7,481 |
| Stock Options (Right to Buy) | \$ 32.25 | 12/21/2001 ⁽²⁾ | 12/21/2011 | Common Stock | 18,400 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| HOLLAR HUNTER R SANDY SPRING BANCORP, INC. 17801 GEORGIA AVENUE OLNEY, MD 20832 | X | | President & CEO | |

Signatures

/s/ Janet VA Replege, attorney-in-fact for Mr. Hollar

03/13/2008

__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) Trade pursuant to Rule 10b5-1 trading plan.
- (2) Stock Options are fully vested and exercisable.
- (3) Stock Options granted pursuant to the Sandy Spring Bancorp, Inc. 2005 Omnibus Stock Plan vest in three annual installments commencing on December 13, 2007.

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.