ORNDORFF ROBERT L JR

Form 4

Stock

Stock

Common

Common

December 10, 2010

December 10	J, 2010								
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB APPROVAL		
							3235-0287		
Check the	70"					Expires:	January 31,		
subject to	if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated a	stimated average urden hours per		
Form 4 o						response	0.5		
Form 5 obligations may continue. See Instruction 1(b). 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)									
ORNDORFF ROBERT L JR Symbol			r Name and Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer				
			Y SPRING BANC 	ORP INC	(Check all applicable)				
(Last)	(First) (Mid		f Earliest Transaction		_X_ Director		Owner er (specify		
(Month/Day/Year) — Officer (give below) SANDY SPRING BANCORP, 12/09/2010 INC., 17801 GEORGIA AVENUE					below)	r (specify			
			endment, Date Original hth/Day/Year)	I	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
OLNEY, M	D 20832				Form filed by M Person	fore than One Re	porting		
(City)	(State) (Zi	ip) Tabl	le I - Non-Derivative	Securities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securit Transaction(A) or Di Code (Instr. 3, (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 7. Nature of Indirect Indirect Ownership (Instr. 4)				
			Code V Amount	(D) Price	(Instr. 3 and 4)				
Common Stock	12/09/2010		M 1,691	A \$ 14.54	144,549	D			
Common Stock					11,626	I	Held in IRA		
Common Stock					107	D (1)			

 $D^{(2)}$

 $D^{(3)}$

168

1,110

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Common Stock

1,333

 $D^{(4)}$

(9-02)

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

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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. Transacti Code (Instr. 8)	Secu Acqu (A) o Disp (D)	or cosed of r. 3, 4,	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
Stock Options (Right to Buy)	\$ 14.54	12/09/2010		M		1,691	12/13/2000(5)	12/13/2010	Common Stock	1,691
Stock Options (Right to Buy)	\$ 32.25						12/21/2001(5)	12/21/2011	Common Stock	924
Stock Options (Right to Buy)	\$ 31.25						12/11/2002(5)	12/11/2012	Common Stock	1,229
Stock Options (Right to Buy)	\$ 38.91						12/17/2003(5)	12/17/2013	Common Stock	1,386
Stock Options (Right to Buy)	\$ 38						12/15/2004(5)	12/15/2014	Common Stock	1,567
Stock Options (Right to	\$ 38.13						12/14/2005(5)	12/14/2012	Common Stock	2,372

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Buy)					
Stock Options (Right to Buy)	\$ 37.4	12/13/2007(5)	12/13/2013	Common Stock	1,251
Stock Options (Right to Buy)	\$ 27.96	03/26/2009(6)	03/26/2015	Common Stock	1,260

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

ORNDORFF ROBERT L JR

SANDY SPRING BANCORP, INC.

17801 GEORGIA AVENUE

OLNEY, MD 20832

Signatures

/s/ Janet VA Replogle, attorney-in-fact for Mr.
Orndorff
12/10/2010

**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) Restricted stock awarded under the 2005 Omnibus Stock Plan vests in five equal, annual installments beginning on December 13, 2007.
- (2) Restricted stock awarded under 2005 Omnibus Stock Plan vests in five equal, annual installments beginning on March 26, 2009.
- (3) Restricted stock awarded under 2005 Omnibus Stock Plan vests in equal installments on the anniversary of the grant over three years beginning March 25, 2010.
- (4) Restricted stock awarded under 2005 Omnibus Stock Plan vests in equal installments on the anniversary of the grant over three years beginning March 31, 2011.
- (5) Stock options are fully vested and exercisable.
- (6) Stock options granted under the 2005 Omnibus Stock Plan vest in equal annual increments on the first, second, and third anniversary of the grant.

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.

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