SANDY SPRING BANCORP INC
Form 8-K
December 21, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 21, 2012

SANDY SPRING BANCORP, INC.

(Exact name of registrant as specified in its charter)

Maryland 000-19065 52-1532952 (State or other jurisdiction (IRS Employer

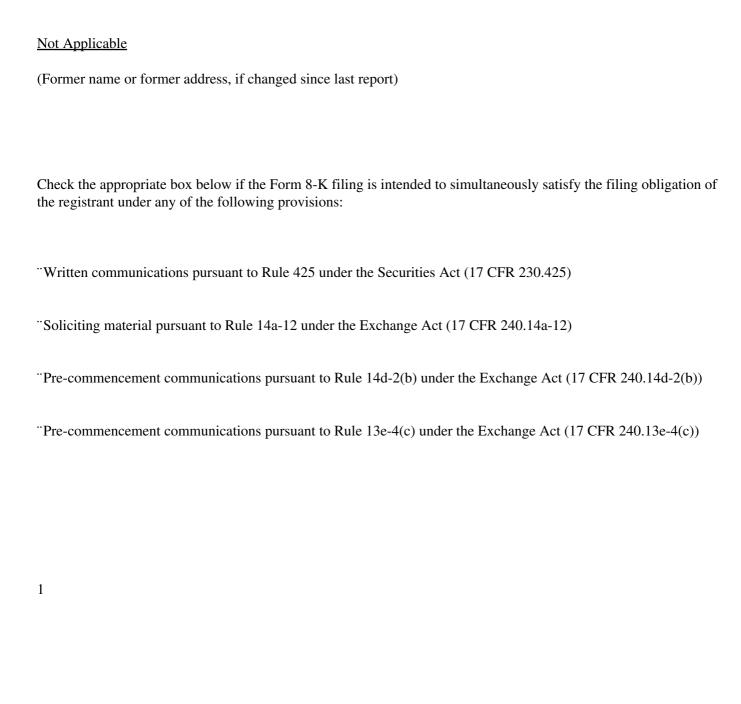
(Commission File Number)

of incorporation) Identification No.)

17801 Georgia Avenue, Olney, Maryland 20832

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (301) 774-6400



Item 4.01 Changes in Registrant's Certifying Accountant

On December 21, 2012, Sandy Spring Bancorp, Inc. (the "Company") engaged Ernst & Young LLP as independent auditors for the Company commencing upon the completion of the independent audit of the Company's financial statements for the year ended December 31, 2012 by Grant Thornton LLP. The change in independent auditors was approved by the Company's Audit Committee.

During the Company's fiscal years ended December 31, 2011 and 2010 and the subsequent interim period preceding the engagement of Ernst & Young LLP the Company did not consult Ernst & Young LLP regarding: (1) the application of accounting principles to a specified transaction, either completed or proposed; (2) the type of audit opinion that might be rendered on the Company's financial statements, and Ernst & Young LLP did not provide any written report or oral advice that Ernst & Young LLP concluded was an important factor considered by the Company in reaching a decision as to any such accounting, auditing or financial reporting issue; or (3) any matter that was either the subject of a disagreement on any matter of accounting principles or practices, financial statement disclosure or auditing scope or procedure or the subject of a reportable event.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SANDY SPRING BANCORP, INC. (*Registrant*)

Date: December 21, 2012 By:/s/ Philip J. Mantua
Philip J. Mantua
EVP and Chief Financial Officer

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