#### RUPPERT CRAIG A

Form 4

February 08, 2010

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

(Print or Type F	(esponses)										
1. Name and Address of Reporting Person * RUPPERT CRAIG A			2. Issuer Name and Ticker or Trading Symbol SANDY SPRING BANCORP INC [SASR]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
	(First) RING BANCO	f Earliest Transaction Day/Year) 1010				X Director Officer (give below)	Officer (give title Other (specify				
OLNEY, M	(Street) D 20832		mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State)	(Zip)						Person			
	` '						-	uired, Disposed of		•	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Execution any		3. Transactic Code (Instr. 8)	(Instr. 3,	ispose	ed of (D) 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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/05/2010			P	5,000	A	\$ 12.22 (1)	49,487.9285	D		
Common Stock								107	D (2)		
Common Stock								224	D (3)		
Common Stock								1,665	D (4)		

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

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SEC 1474 (9-02)

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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)	4. Transactic Code (Instr. 8)	of	6. Date Exercisab 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)	\$ 31.25					12/11/2002(5)	12/11/2012	Common Stock	746
Stock Options (Right to Buy)	\$ 38.91					12/17/2003(5)	12/17/2013	Common Stock	966
Stock Options (Right to Buy)	\$ 38					12/15/2004(5)	12/15/2014	Common Stock	1,275
Stock Options (Right to Buy)	\$ 38.13					12/14/2005(5)	12/14/2012	Common Stock	1,717
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 Relationships

Director 10% Owner Officer Other

RUPPERT CRAIG A SANDY SPRING BANCORP, INC. 17801 GEORGIA AVENUE OLNEY, MD 20832



## **Signatures**

/s/ Janet VA Replogle, attorney-in-fact for Mr.
Ruppert

02/08/2010

\*\*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) Price reported represents a weighted average for aggregate reporting purposes. Purchase prices ranged from \$12.01 to \$12.45. Information on specific prices for share lots is available upon request.
- (2) Restricted stock awarded under the 2005 Omnibus Stock Plan vests in five equal, annual installments beginning on December 13, 2007.
- (3) Restricted stock awarded under 2005 Omnibus Stock Plan vests in five equal, annual installments beginning on March 26, 2009.
- (4) 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.
- (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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