



Edgar Filing: SANDY SPRING BANCORP INC - Form 4

| 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.    |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|
| Stock Options (Right to Buy)               | \$ 37.4  | 12/13/2006                           |  | A <sup>(2)</sup>               | 3,000   | 12/13/2007 12/13/2013                                    | Common Stock  | 3,000 |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |                                     |       |
|--------------------------------|---------------|-----------|-------------------------------------|-------|
|                                | Director      | 10% Owner | Officer                             | Other |
| KUYKENDALL RONALD E            |               |           | EVP,<br>General<br>Counsel &<br>Sec |       |

## Signatures

R. Kuykendall 12/14/2006

\*\*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) Award of restricted stock under stock option plan. Vests 1/5 each on 1st, 2nd, 3rd, 4th, and 5th award anniversary.
- (2) Award of stock options under stock option plan. Vests 1/3 each on 1st, 2nd, and 3rd award anniversary.

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.