

HOLLAR HUNTER R

Form 4

December 30, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HOLLAR HUNTER R

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
18252 ROLLING MEADOW WAY
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/29/2004

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

OLNEY, MD 20832

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

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

(City) (State) (Zip)

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 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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock <u>(1)</u>	12/29/2004		M		5,381	A	\$ 17.21	32,814	D
Common Stock <u>(1)</u>	12/29/2004		M		23,720	A	\$ 14.54	56,534	D
Common Stock <u>(1)</u>								7,966	I
Common Stock <u>(1)</u>								821	I
									In Wife's Rev TR
									Emp Stik Purch Plan

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 11.09							12/18/1996	12/18/2006	Common Stock	4,500
Stock Options (Right to buy)	\$ 12.33							12/20/1995	12/20/2005	Common Stock	4,500
Stock Options (Right to buy)	\$ 14.54	12/29/2004		M		23,720		12/13/2000	12/13/2010	Common Stock	23,720
Stock Options (Right to buy)	\$ 16.42							12/17/1997	12/17/2007	Common Stock	9,000
Stock Options (Right to buy)	\$ 17.21	12/29/2004		M		5,381		12/15/1999	12/15/2009	Common Stock	5,381
Stock Options (Right to buy)	\$ 20.33							12/16/1998	12/16/2008	Common Stock	4,500
Stock Options (Right to buy)	\$ 31.25							12/11/2002	12/11/2012	Common Stock	17,000

Stock Options (Right to buy)	\$ 32.25	12/21/2001	12/21/2011	Common Stock	18,400
Stock Options (Right to buy)	\$ 38	12/15/2004	12/15/2014	Common Stock	18,650
Stock Options (Right to buy)	\$ 38.91	12/17/2003	12/17/2013	Common Stock	16,950

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOLLAR HUNTER R 18252 ROLLING MEADOW WAY OLNEY, MD 20832	X		President and CEO	

Signatures

Heather S. Woodward
by POA 12/30/2004

__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) Includes voluntarily reported shares acquired via dividend reinvestment thru 12/31/03

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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