

SCHUMANN LEWIS R
Form 4
September 07, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHUMANN LEWIS 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)
17801 GEORGIE AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/06/2007

Director 10% Owner
 Officer (give title below) Other (specify below)

OLNEY, MD 20832
(City) (State) (Zip)

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

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 (A) 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | 09/06/2007 | | J | 5,039 A | 11,069 | I | By IRA ⁽²⁾ |
| Common Stock | | | | | 3,389 | D | |

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) | 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options (right to buy) | \$ 14.54 | | | | | 12/13/2000 ⁽³⁾ 12/13/2010 | Common Stock | 1,722 |
| Stock Options (right to buy) | \$ 32.25 | | | | | 12/21/2001 ⁽³⁾ 12/21/2011 | Common Stock | 966 |
| Stock Options (right to buy) | \$ 31.25 | | | | | 12/11/2002 ⁽³⁾ 12/11/2012 | Common Stock | 1,281 |
| Stock Options (right to buy) | \$ 38.13 | | | | | 12/14/2005 ⁽⁴⁾ 12/14/2012 | Common Stock | 1,894 |
| Stock Options (right to buy) | \$ 37.4 | | | | | 12/13/2007 ⁽⁵⁾ 12/13/2013 | Common Stock | 1,251 |
| Stock Options (right to buy) | \$ 38.91 | | | | | 12/17/2003 ⁽³⁾ 12/17/2013 | Common Stock | 1,428 |
| Stock Options (right to buy) | \$ 38 | | | | | 12/15/2004 ⁽³⁾ 12/15/2014 | Common Stock | 1,512 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHUMANN LEWIS R 17801 GEORGIE AVENUE OLNEY, MD 20832 | | X | | |

Signatures

By: Aaron M. Kaslow, Power of Attorney 09/07/2007

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) Distribution from employer's profit sharing plan.
- (2) Includes 6,030 shares previously held by Company Profit Sharing Plan.
- (3) Stock Options are fully vested and exercisable.
- (4) Stock Options granted pursuant to the Sandy Spring Bancorp, Inc. 2005 Omnibus Stock Plan will be fully vested and exercisable as of December 14, 2007.
- (5) Stock Options granted pursuant to the Sandy Spring Bancorp, Inc. 2005 Omnibus Stock Plan vest in three annual installments commencing on December 13, 2007.

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.