

REEDER JOE  
Form 3/A  
January 23, 2018

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB  
Number: 3235-0104  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
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## INITIAL STATEMENT OF 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 \*

REEDER JOE  
(Last) (First) (Middle)

SANDY SPRING BANCORP,  
INC., 17801 GEORGIA  
AVENUE

(Street)

OLNEY, MD 20832

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)  
01/01/2018

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

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

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

5. If Amendment, Date Original  
Filed(Month/Day/Year)  
01/11/2018

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 Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Stock

55,767

D <sup>(1)</sup> A

Common Stock

1,538

D <sup>(1)</sup> A

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

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

3. Title and Amount of  
Securities Underlying  
Derivative Security

4. Conversion  
or Exercise

5. Ownership  
Form of

6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)

(Instr. 5)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REEDER JOE SANDY SPRING BANCORP, INC. 17801 GEORGIA AVENUE OLNEY, MD 20832	Â X	Â	Â	Â

## Signatures

/s/ Janet VA Replogle,  
attorney-in-fact

01/23/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Acquired pursuant to the Agreement and Plan of Merger, dated as of May 15, 2017, by and among Sandy Spring Bancorp, Inc. ("Sandy Spring"), WashingtonFirst Bankshares, Inc. ("WashingtonFirst") and Touchdown Acquisition, Inc., a wholly-owned subsidiary of Sandy Spring ("Merger Sub"). Merger Sub merged (the "First-Step Merger") with and into WashingtonFirst, with WashingtonFirst continuing as the surviving entity and immediately thereafter, WashingtonFirst merged with and into Sandy Spring, with Sandy Spring continuing as the surviving entity. At the effective time of the First-Step Merger (the "Effective Time"), each share of WashingtonFirst common stock issued and outstanding immediately prior to such time was converted into the right to receive 0.8713 shares of Sandy Spring common stock.

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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