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BURKE & HERBERT BANK & TRUST CO

Form 13F-HR

January 17, 2012

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

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2011
Check here if Amendment []; Amendment Number:

This Amendment (Check only one.):

[] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Burke & Herbert Bank & Trust Co.

Address: PO Box 268 Alexandria

Form 13F File Number: 028-05313

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this submission.

Persons Signing this Report on Behalf of Reporting Manager:

Name: M. Patricia Barron
Title: Principal Vice President & Senior Trust Officer
Phone: 703-549-6600

Signature, Place, and Date of Signing:

/s/ M. Patricia Barron Alexandria, VA 1/13/2012

[Signature] [City, State] [Date]

Report Type (Check only one):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 146

Form 13F Information Table Value Total: \$ 80,397

(In Thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

NONE

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAG
AT&T INC	COM	00206R102	722	23,876	SH	SOLE	
AT&T INC	COM	00206R102	836	27,661	SH	DEFINED	
ABBOTT LABS	COM	002824100	423	7,525	SH	SOLE	
ABBOTT LABS	COM	002824100	599	10,660	SH	DEFINED	
ALTRIA GROUP INC	COM	02209S103	568	19,150	SH	SOLE	
ALTRIA GROUP INC	COM	02209S103	190	6,400	SH	DEFINED	
AMERICAN EXPRESS CO	COM	025816109	238	5,041	SH	SOLE	
AMERICAN EXPRESS CO	COM	025816109	66	1,400	SH	DEFINED	
APPLE INC	COM	037833100	304	750	SH	SOLE	
APPLE INC	COM	037833100	749	1,850	SH	DEFINED	
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	230	6,200	SH	DEFINED	
BP PLC	SPONSORED ADR	055622104	574	13,430	SH	SOLE	
BP PLC	SPONSORED ADR	055622104	84	1,966	SH	DEFINED	
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	122	14,283	SH	SOLE	
BANK OF AMERICA CORPORATION	COM	060505104	46	8,260	SH	SOLE	
BANK OF AMERICA CORPORATION	COM	060505104	152	27,352	SH	DEFINED	
BANK OF NEW YORK MELLON CORP	COM	064058100	3	150	SH	SOLE	
BANK OF NEW YORK MELLON CORP	COM	064058100	305	15,339	SH	DEFINED	
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	459	4	SH	SOLE	
BLACKROCK INC	COM	09247X101	107	600	SH	SOLE	
BLACKROCK INC	COM	09247X101	125	700	SH	DEFINED	
BOEING CO	COM	097023105	206	2,802	SH	SOLE	
BOEING CO	COM	097023105	125	1,700	SH	DEFINED	
BRISTOL MYERS SQUIBB CO	COM	110122108	333	9,446	SH	SOLE	
BRISTOL MYERS SQUIBB CO	COM	110122108	212	6,020	SH	DEFINED	
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	11,043	4,908	SH	SOLE	
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	1,843	819	SH	DEFINED	

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CIGNA CORPORATION	COM	125509109	638	15,180	SH	DEFINED
CHEVRON CORP NEW	COM	166764100	1,036	9,734	SH	SOLE
CHEVRON CORP NEW	COM	166764100	2,320	21,804	SH	DEFINED
CISCO SYS INC	COM	17275R102	228	12,599	SH	SOLE
CISCO SYS INC	COM	17275R102	131	7,250	SH	DEFINED
CITIGROUP INC	COM NEW	172967424	24	900	SH	SOLE
CITIGROUP INC	COM NEW	172967424	346	13,138	SH	DEFINED
COCA COLA CO	COM	191216100	761	10,869	SH	SOLE
COCA COLA CO	COM	191216100	535	7,650	SH	DEFINED
COLGATE PALMOLIVE CO	COM	194162103	314	3,395	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	180	1,950	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	98	1,340	SH	SOLE
CONOCOPHILLIPS	COM	20825C104	233	3,200	SH	DEFINED
CONSOLIDATED EDISON INC	COM	209115104	128	2,071	SH	SOLE
CONSOLIDATED EDISON INC	COM	209115104	75	1,209	SH	DEFINED
DISNEY WALT CO	COM DISNEY	254687106	217	5,792	SH	SOLE
DISNEY WALT CO	COM DISNEY	254687106	218	5,800	SH	DEFINED
DOMINION RES INC VA NEW	COM	25746U109	553	10,420	SH	SOLE
DOMINION RES INC VA NEW	COM	25746U109	389	7,324	SH	DEFINED
DU PONT E I DE NEMOURS & CO	COM	263534109	443	9,672	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	591	12,901	SH	DEFINED
EMERSON ELEC CO	COM	291011104	133	2,864	SH	SOLE
EMERSON ELEC CO	COM	291011104	87	1,860	SH	DEFINED
EXELON CORP	COM	30161N101	116	2,682	SH	SOLE
EXELON CORP	COM	30161N101	197	4,550	SH	DEFINED
EXXON MOBIL CORP	COM	30231G102	3,250	38,338	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	5,259	62,046	SH	DEFINED
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	830	9,150	SH	DEFINED
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	840	22,842	SH	DEFINED
GENERAL ELECTRIC CO	COM	369604103	1,733	96,736	SH	SOLE
GENERAL ELECTRIC CO	COM	369604103	2,007	112,073	SH	DEFINED
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	140	3,061	SH	SOLE
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	72	1,582	SH	DEFINED

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAG
GOOGLE INC	CL A	38259P508	36	55	SH	SOLE	
GOOGLE INC	CL A	38259P508	233	360	SH	DEFINED	
HEWLETT PACKARD CO	COM	428236103	495	19,212	SH	SOLE	
HEWLETT PACKARD CO	COM	428236103	278	10,775	SH	DEFINED	
HOME DEPOT INC	COM	437076102	150	3,575	SH	SOLE	
HOME DEPOT INC	COM	437076102	226	5,383	SH	DEFINED	
HONEYWELL INTL INC	COM	438516106	270	4,962	SH	SOLE	
HONEYWELL INTL INC	COM	438516106	71	1,300	SH	DEFINED	
INTEL CORP	COM	458140100	360	14,828	SH	SOLE	
INTEL CORP	COM	458140100	210	8,675	SH	DEFINED	
INTERNATIONAL BUSINESS MACHS	COM	459200101	872	4,742	SH	SOLE	
INTERNATIONAL BUSINESS MACHS	COM	459200101	584	3,177	SH	DEFINED	
ISHARES TR	BARCLY USAGG B	464287226	243	2,200	SH	SOLE	
ISHARES TR	RUSSELL 3000	464287689	243	3,270	SH	DEFINED	
ISHARES TR	DJ US INDEX FD	464287846	206	3,265	SH	SOLE	

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JPMORGAN CHASE & CO	COM	46625H100	142	4,257	SH	SOLE
JPMORGAN CHASE & CO	COM	46625H100	92	2,770	SH	DEFINED
JOHNSON & JOHNSON	COM	478160104	2,716	41,411	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	640	9,760	SH	DEFINED
JOHNSON CTLS INC	COM	478366107	241	7,700	SH	DEFINED
KIMBERLY CLARK CORP	COM	494368103	304	4,139	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	213	2,898	SH	DEFINED
KRAFT FOODS INC	CL A	50075N104	475	12,703	SH	SOLE
KRAFT FOODS INC	CL A	50075N104	73	1,961	SH	DEFINED
LOCKHEED MARTIN CORP	COM	539830109	184	2,280	SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	49	600	SH	DEFINED
MANULIFE FINL CORP	COM	56501R106	94	8,888	SH	SOLE
MANULIFE FINL CORP	COM	56501R106	176	16,608	SH	DEFINED
MCDONALDS CORP	COM	580135101	342	3,404	SH	SOLE
MCDONALDS CORP	COM	580135101	145	1,450	SH	DEFINED
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	214	3,824	SH	SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	77	1,372	SH	DEFINED
MEDTRONIC INC	COM	585055106	222	5,794	SH	SOLE
MEDTRONIC INC	COM	585055106	128	3,350	SH	DEFINED
MERCK & CO INC NEW	COM	58933Y105	454	12,049	SH	SOLE
MERCK & CO INC NEW	COM	58933Y105	674	17,880	SH	DEFINED
MICROSOFT CORP	COM	594918104	267	10,268	SH	SOLE
MICROSOFT CORP	COM	594918104	400	15,425	SH	DEFINED
NEXTERA ENERGY INC	COM	65339F101	282	4,632	SH	SOLE
NEXTERA ENERGY INC	COM	65339F101	185	3,040	SH	DEFINED
NORFOLK SOUTHERN CORP	COM	655844108	571	7,839	SH	SOLE
NORFOLK SOUTHERN CORP	COM	655844108	495	6,800	SH	DEFINED
OMNICOM GROUP INC	COM	681919106	32	720	SH	SOLE
OMNICOM GROUP INC	COM	681919106	178	4,000	SH	DEFINED
ORACLE CORP	COM	68389X105	83	3,250	SH	SOLE
ORACLE CORP	COM	68389X105	152	5,930	SH	DEFINED
PPG INDS INC	COM	693506107	240	2,875	SH	SOLE
PEPSICO INC	COM	713448108	621	9,355	SH	SOLE
PEPSICO INC	COM	713448108	794	11,973	SH	DEFINED
PFIZER INC	COM	717081103	1,081	49,933	SH	SOLE
PFIZER INC	COM	717081103	1,322	61,087	SH	DEFINED
PHILIP MORRIS INTL INC	COM	718172109	1,491	19,000	SH	SOLE
PHILIP MORRIS INTL INC	COM	718172109	537	6,842	SH	DEFINED
PROCTER & GAMBLE CO	COM	742718109	567	8,493	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	526	7,891	SH	DEFINED
PROTECTIVE LIFE CORP	COM	743674103	5,245	232,488	SH	SOLE
REGIONS FINANCIAL CORP NEW	COM	7591EP100	346	80,351	SH	SOLE
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	392	5,370	SH	SOLE
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	165	4,287	SH	SOLE
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	314	8,175	SH	DEFINED

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAG
SARA LEE CORP	COM	803111103	141	7,475	SH	SOLE	
SARA LEE CORP	COM	803111103	72	3,800	SH	DEFINED	
SCHLUMBERGER LTD	COM	806857108	236	3,453	SH	SOLE	

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SCHLUMBERGER LTD	COM	806857108	109	1,590	SH	DEFINED
SPACE PROPULSION SYS INC	COM	846192102	0	16,250	SH	SOLE
TARGET CORP	COM	87612E106	60	1,166	SH	SOLE
TARGET CORP	COM	87612E106	181	3,535	SH	DEFINED
3M CO	COM	88579Y101	524	6,413	SH	SOLE
3M CO	COM	88579Y101	405	4,958	SH	DEFINED
TRAVELERS COMPANIES INC	COM	89417E109	3	45	SH	SOLE
TRAVELERS COMPANIES INC	COM	89417E109	262	4,421	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	209	2,855	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	435	5,955	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	198	3,900	SH	SOLE
UNITEDHEALTH GROUP INC	COM	91324P102	35	700	SH	DEFINED
VANGUARD SCOTTSDALE FDS	INT-TERM CORP	92206C870	206	2,500	SH	DEFINED
VERIZON COMMUNICATIONS INC	COM	92343V104	704	17,537	SH	SOLE
VERIZON COMMUNICATIONS INC	COM	92343V104	978	24,365	SH	DEFINED
WAL MART STORES INC	COM	931142103	1,017	17,012	SH	SOLE
WAL MART STORES INC	COM	931142103	400	6,700	SH	DEFINED
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	150	5,499	SH	SOLE
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	118	4,300	SH	DEFINED
WELLS FARGO & CO NEW	COM	949746101	328	11,919	SH	SOLE
WELLS FARGO & CO NEW	COM	949746101	199	7,228	SH	DEFINED
YUM BRANDS INC	COM	988498101	93	1,572	SH	SOLE
YUM BRANDS INC	COM	988498101	130	2,200	SH	DEFINED