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BURKE & HERBERT BANK & TRUST CO  
Form 13F-HR  
January 08, 2009

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2008

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.  
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Address: PO Box 268  
Alexandria, VA 22314  
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Form 13F File Number: 28-05313  
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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 form.

Person Signing this Report on Behalf of Reporting Manager:

Name: /s/ Judith A. Cagnon  
-----

Title: Vice President  
-----

Phone: 703-549-6600  
-----

Signature, Place, and Date of Signing:

/s/ Judith A. Cagnon -----	Alexandria, VA -----	1/07/2009 -----
[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).)

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List of Other Managers Reporting for this Manager:  
 [If there are no entries in this list, omit this section.]

13F File Number Name

28- \_\_\_\_\_  
 [Repeat as necessary.]

Form 13F SUMMARY PAGE

Report Summary:  
 Number of Other Included Managers: 0  
 Form 13F Information Table Entry Total: 147  
 Form 13F Information Table Value Total: \$71,317  
 (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.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

NONE

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN	OTHE MANAG
AT&T INC	COM	00206R102	958	33615			SOLE	
AT&T INC	COM	00206R102	733	25729			SHRD	
ABBOTT LABS	COM	002824100	611	11450			SOLE	
ABBOTT LABS	COM	002824100	393	7360			SHRD	
ALLIED CAP CORP NEW	COM	01903Q108	0	25			SOLE	
ALLIED CAP CORP NEW	COM	01903Q108	36	13275			SHRD	
ALTRIA GROUP INC	COM	02209S103	324	21500			SOLE	
ALTRIA GROUP INC	COM	02209S103	32	2100			SHRD	
AMERICAN INTL GROUP INC	COM	026874107	21	13539			SOLE	
AMERICAN INTL GROUP INC	COM	026874107	4	2683			SHRD	
APPLE INC	COM	037833100	61	720			SOLE	
APPLE INC	COM	037833100	162	1900			SHRD	
AUTOMATIC DATA PROCESSING IN	COM	053015103	24	600			SOLE	
AUTOMATIC DATA PROCESSING IN	COM	053015103	260	6600			SHRD	
BP PLC	SPON ADR	055622104	649	13892			SOLE	
BP PLC	SPON ADR	055622104	229	4897			SHRD	
BANCO BILBAO VIZCAYA ARGENTA	SPON ADR	05946K101	173	13823			SOLE	
BANK OF AMERICA CORPORATION	COM	060505104	107	7576			SOLE	
BANK OF AMERICA CORPORATION	COM	060505104	404	28672			SHRD	
BANK OF NEW YORK MELLON CORP	COM	064058100	4	150			SOLE	
BANK OF NEW YORK MELLON CORP	COM	064058100	404	14278			SHRD	

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BAXTER INTL INC	COM	071813109	180	3350	SOLE
BAXTER INTL INC	COM	071813109	40	750	SHRD
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	290	3	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	232	9976	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	59	2520	SHRD
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	11774	6967	SOLE
BURKE&HERBERT B&T ALEXANDRIA	COM	121331102	1317	779	SHRD
BURLINGTON NORTHN SANTA FE C	COM	12189T104	11	149	SOLE
BURLINGTON NORTHN SANTA FE C	COM	12189T104	238	3138	SHRD
CIGNA CORP	COM	125509109	256	15180	SHRD
CVS CAREMARK CORPORATION	COM	126650100	26	900	SOLE
CVS CAREMARK CORPORATION	COM	126650100	308	10700	SHRD
CHEVRON CORP NEW	COM	166764100	880	11899	SOLE
CHEVRON CORP NEW	COM	166764100	1472	19897	SHRD
CISCO SYS INC	COM	17275R102	252	15460	SOLE
CISCO SYS INC	COM	17275R102	170	10413	SHRD
CITIGROUP INC	COM	172967101	22	3308	SOLE
CITIGROUP INC	COM	172967101	627	93433	SHRD
COCA COLA CO	COM	191216100	536	11840	SOLE
COCA COLA CO	COM	191216100	378	8350	SHRD
COLGATE PALMOLIVE CO	COM	194162103	226	3295	SOLE
COLGATE PALMOLIVE CO	COM	194162103	134	1950	SHRD
DELL INC	COM	24702R101	56	5500	SOLE
DELL INC	COM	24702R101	55	5400	SHRD
DISNEY WALT CO	COM	254687106	170	7500	SOLE
DISNEY WALT CO	COM	254687106	238	10500	SHRD
DOMINION RES INC VA NEW	COM	25746U109	414	11540	SOLE
DOMINION RES INC VA NEW	COM	25746U109	221	6176	SHRD
DU PONT E I DE NEMOURS & CO	COM	263534109	365	14422	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	266	10509	SHRD
DUN & BRADSTREET CORP DEL NE	COM	26483E104	332	4300	SHRD
E M C CORP MASS	COM	268648102	113	10760	SHRD
EXELON CORP	COM	30161N101	160	2882	SOLE
EXELON CORP	COM	30161N101	178	3200	SHRD
EXXON MOBIL CORP	COM	30231G102	3755	47043	SOLE
EXXON MOBIL CORP	COM	30231G102	5298	66365	SHRD
FPL GROUP INC	COM	302571104	248	4932	SOLE
FPL GROUP INC	COM	302571104	93	1840	SHRD
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	568	9150	SOLE
FLUOR CORP NEW	COM	343412102	278	6200	SHRD
FORTUNE BRANDS INC	COM	349631101	310	7500	SHRD
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	304	12421	SHRD
GENERAL ELECTRIC CO	COM	369604103	1963	121165	SOLE
GENERAL ELECTRIC CO	COM	369604103	1588	98011	SHRD
HEWLETT PACKARD CO	COM	428236103	842	23212	SOLE
HEWLETT PACKARD CO	COM	428236103	579	15950	SHRD
HONEYWELL INTL INC	COM	438516106	173	5262	SOLE
HONEYWELL INTL INC	COM	438516106	161	4900	SHRD
INTEL CORP	COM	458140100	255	17428	SOLE
INTEL CORP	COM	458140100	124	8468	SHRD
INTERNATIONAL BUSINESS MACHS	COM	459200101	453	5384	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	303	3604	SHRD
ISHARES TR	BARCLYS US AGG	464287226	246	2365	SOLE
JPMORGAN & CHASE & CO	COM	46625H100	128	4055	SOLE
JPMORGAN & CHASE & CO	COM	46625H100	147	4654	SHRD
JOHNSON & JOHNSON	COM	478160104	3035	50724	SOLE
JOHNSON & JOHNSON	COM	478160104	329	5500	SHRD
KIMBERLY CLARK CORP	COM	494368103	244	4619	SOLE
KIMBERLY CLARK CORP	COM	494368103	132	2498	SHRD
KRAFT FOODS INC	CL A	50075N104	388	14465	SOLE
KRAFT FOODS INC	CL A	50075N104	14	516	SHRD
LOCKHEED MARTIN CORP	COM	539830109	189	2250	SOLE

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LOCKHEED MARTIN CORP	COM	539830109	42	500	SHRD
LOWES COS INC	COM	548661107	59	2750	SOLE
LOWES COS INC	COM	548661107	285	13250	SHRD
MANULIFE FINL CORP	COM	56501R106	170	9988	SOLE
MANULIFE FINL CORP	COM	56501R106	368	21608	SHRD
MCDONALDS CORP	COM	580135101	184	2954	SOLE
MCDONALDS CORP	COM	580135101	78	1250	SHRD
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	219	5226	SOLE
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	34	820	SHRD
MEDTRONIC INC	COM	585055106	226	7204	SOLE
MEDTRONIC INC	COM	585055106	72	2300	SHRD
MERCK & CO INC	COM	589331107	481	15819	SOLE
MERCK & CO INC	COM	589331107	150	4950	SHRD
MICROSOFT CORP	COM	594918104	248	12777	SOLE
MICROSOFT CORP	COM	594918104	599	30825	SHRD
MOTOROLA INC	COM	620076109	45	10121	SOLE
MOTOROLA INC	COM	620076109	2	497	SHRD
NORFOLK SOUTHERN CORP	COM	655844108	843	17919	SOLE
NORFOLK SOUTHERN CORP	COM	655844108	61	1300	SHRD
ORACLE CORP	COM	68389X105	41	2300	SOLE
ORACLE CORP	COM	68389X105	234	13200	SHRD
PEPSICO INC	COM	713448108	590	10777	SOLE
PEPSICO INC	COM	713448108	782	14270	SHRD
PFIZER INC	COM	717081103	856	48323	SOLE
PFIZER INC	COM	717081103	1006	56790	SHRD
PHILIP MORRIS INTL INC	COM	718172109	912	20950	SOLE
PHILIP MORRIS INTL INC	COM	718172109	113	2600	SHRD
PROCTER & GAMBLE CO	COM	742718109	680	11005	SOLE
PROCTER & GAMBLE CO	COM	742718109	114	1836	SHRD
PROTECTIVE LIFE CORP	COM	743674103	3336	232488	SOLE
QWEST COMMUNICATIONS INTL IN	COM	749121109	1	361	SOLE
QWEST COMMUNICATIONS INTL IN	COM	749121109	42	11550	SHRD
REGIONS FINANCIAL CORP NEW	COM	7591EP100	647	81327	SOLE
REGIONS FINANCIAL CORP NEW	COM	7591EP100	22	2710	SHRD
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	284	5370	SOLE
SARA LEE CORP	COM	803111103	119	12185	SOLE
SARA LEE CORP	COM	803111103	50	5100	SHRD
SCHERING PLOUGH CORP	COM	806605101	14	800	SOLE
SCHERING PLOUGH CORP	COM	806605101	282	16570	SHRD
SCHLUMBERGER LTD	COM	806857108	158	3743	SOLE
SCHLUMBERGER LTD	COM	806857108	296	7000	SHRD
SPACE PROPULSION SYS INC	COM	846192102	0	16250	SOLE
TARGET CORP	COM	87612E110	53	1548	SOLE
TARGET CORP	COM	87612E110	183	5297	SHRD
TEXAS INSTRS INC	COM	882508104	81	5242	SOLE
TEXAS INSTRS INC	COM	882508104	113	7276	SHRD
3M CO	COM	88579Y101	453	7866	SOLE
3M CO	COM	88579Y101	131	2283	SHRD
TRAVELERS COMPANIES INC	COM	89417E113	2	45	SOLE
TRAVELERS COMPANIES INC	COM	89417E113	243	5374	SHRD
UNITED TECHNOLOGIES CORP	COM	913017109	184	3430	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	481	8975	SHRD
VERIZON COMMUNICATIONS INC	COM	92343V104	721	21260	SOLE
VERIZON COMMUNICATIONS INC	COM	92343V104	745	21962	SHRD
WACHOVIA CORP COM	COM	929903102	32	5710	SOLE
WACHOVIA CORP COM	COM	929903102	64	11600	SHRD
WAL MART STORES INC	COM	931142103	973	17361	SOLE
WAL MART STORES INC	COM	931142103	338	6032	SHRD
WELLPOINT INC	COM	94973V107	1	16	SOLE
WELLPOINT INC	COM	94973V107	345	8200	SHRD
WELLS FARGO & CO NEW	COM	949746101	450	15260	SOLE
WELLS FARGO & CO NEW	COM	949746101	75	2532	SHRD

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WYETH	COM	983024100	514	13716	SOLE
WYETH	COM	983024100	658	17529	SHRD