BAR HARBOR BANKSHARES

Form 4 April 25, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LEACKFELDT STEPHEN M

2. Issuer Name and Ticker or Trading

Symbol

BAR HARBOR BANKSHARES

5. Relationship of Reporting Person(s) to Issuer

[BHB]

(Check all applicable)

3. Date of Earliest Transaction

(Middle)

(Month/Day/Year) 04/24/2017

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

C/O BAR HARBOR BANKSHARES, P.O. BOX 400, 82

(Street)

(First)

MAIN STREET

(Last)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Executive Vice President

X Form filed by One Reporting Person Form filed by More than One Reporting

BAR HARBOR, ME 04609

| (City) | (State) (Z | Zip) Table | I - Non-De | erivative S | Securi | ties Acc | quired, Disposed | of, or Beneficia | lly Owned |
|--------------------------------------|---|---|---|-------------|-----------|--|--|---|-----------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | |
| Common Stock (1) | 04/24/2017 | | M | 440 | A | \$ 0 (2) | 9,939.5 | D | |
| Common Stock (1) | 04/24/2017 | | M | 427 | A | \$ 0 (2) | 10,366.5 | D | |
| Common Stock (1) | 04/24/2017 | | F | 320 (3) | D | \$0 | 10,046.5 | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (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. Transactic Code (Instr. 8) | Transaction of Code Derivative | | 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 |
| Restricted Stock Units (RSUs) (1) | \$ 0 (4) | 04/24/2017 | | M | | 440 | 04/23/2017 | 04/23/2017 | Common Stock | 440 |
| Restricted Stock Units (RSUs) (1) | \$ 0 (4) | 04/24/2017 | | M | | 427 | 04/23/2017 | 04/23/2017 | Common Stock | 427 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LEACKFELDT STEPHEN M C/O BAR HARBOR BANKSHARES P.O. BOX 400, 82 MAIN STREET BAR HARBOR, ME 04609

Executive Vice President

Signatures

/s/Kimberly Pruett Ilg, as attorney-in-fact 04/25/2017

**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) On March 21, 2017, Bar Harbor Bankshares effected a three-for-two split of its common stock (the "Stock Split"). The amount of securities reported on this Form 4 have been adjusted to reflect the Stock Split.

Reporting Owners 2

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- (2) Upon vesting, each restricted stock unit was converted into one share of BHB Common Stock.
- (3) These shares were withheld to satisfy the executive's tax liability associated with the vesting of restricted stock units. This was not an open market sale of securities.
- (4) Each restricted stock unit represents a contingent right to receive one share of BHB Common Stock.
- (5) Represents the number of time-vested Restricted Stock Units remaining for the 2015-2017 Long Term Incentive Plan (Plan C).
- (6) Represents the number of time-vested Restricted Stock Units remaining for the 2016-2018 Long Term Incentive Plan (Plan D).

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.