

SHENCAVITZ GERALD  
Form 5  
February 10, 2009

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
SHENCAVITZ GERALD

2. Issuer Name and Ticker or Trading Symbol  
BAR HARBOR BANKSHARES [BHB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2008

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Executive Vice President, CFO

82 MAIN STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

BAR HARBOR, ME 04609

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock                    | 12/31/2008                           | 12/31/2008   | J <sup>(1)</sup>               | 359.614 A   | \$ 0 2,634.387   | D  | Â   |

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

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SEC 2270 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 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) |                 |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------|--------------|----------------------------|
|  |  |                                      |  |                                | (A)   | (D)  | Date Exercisable  | Expiration Date | Title        | Amount or Number of Shares |
| Incentive Stock Option                     | \$ 15.4  | 12/31/2008                           | Â  | M <sup>(2)</sup>               | 0   | Â  | 06/20/2002  | 06/20/2011      | Common Stock | 15,000                     |
| Incentive Stock Option                     | \$ 18.5  | 12/31/2008                           | Â  | M <sup>(3)</sup>               | 0   | Â  | 08/20/2003  | 08/20/2012      | Common Stock | 5,000                      |
| Incentive Stock Option                     | \$ 22.7  | 12/31/2008                           | Â  | M <sup>(4)</sup>               | 0   | Â  | 09/16/2004  | 09/16/2013      | Common Stock | 5,000                      |
| Incentive Stock Option                     | \$ 33  | 12/31/2008                           | Â  | M <sup>(5)</sup>               | 0   | Â  | 01/23/2008  | 01/23/2017      | Common Stock | 2,400                      |
| Incentive Stock Option                     | \$ 31.5  | 12/31/2008                           | Â  | M <sup>(6)</sup>               | 0   | Â  | 12/18/2009  | 12/18/2017      | Common Stock | 5,000                      |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                                 |       |
|---|---------------|-----------|---------------------------------|-------|
|   | Director      | 10% Owner | Officer                         | Other |
| SHENCAVITZ GERALD<br>82 MAIN STREET<br>BAR HARBOR, Â ME Â 04609 | Â             | Â         | Â Executive Vice President, CFO | Â     |

## Signatures

Gerald Shencavitz 02/10/2009

\*\*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).

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- (1) Shares purchased through regularly scheduled salary deferrals to the Bar Harbor Bankshares 401(k) Plan f/b/o Gerald Shencavitz.  
Grant of Incentive Stock Options to acquire 15,000 shares of Bar Harbor Bankshares common stock under the Bar Harbor Bankshares (and subsidiaries) Stock Option Plan of 2000. Options become exercisable with respect to 2,148 shares on 6/20/2002 and in 6 annual increments of 2,142 shares beginning on 6/20/2003 at an option price of \$15.30 per share. These options expire on 6/20/2011.
- (2) Grant of Incentive Stock Options to acquire 5,000 shares of Bar Harbor Bankshares common stock under the Bar Harbor Bankshares (and subsidiaries) Stock Option Plan of 2000. Options become exercisable with respect to 1,000 shares on 8/20/2003 and in 4 annual increments of 1,000 shares starting on 8/20/2004 at an option price of \$18.50 per share. These options expire on 8/20/2012.
- (3) Grant of Incentive Stock Options to acquire 5,000 shares of Bar Harbor Bankshares common stock under the Bar Harbor Bankshares (and subsidiaries) Stock Option Plan of 2000. Options become exercisable with respect to 1,000 shares on 9/16/2004 and in 4 annual increments of 1,000 shares starting on 9/16/2005 at an option price of \$22.70 pr share. These options expire on 9/16/2013.
- (4) Grant of Incentive Stock Options to acquire 2,400 shares of Bar Harbor Bankshares common stock under the Bar Harbor Bankshares (and subsidiaries) Stock Option Plan of 2000. Options become exercisable with respect to 800 shares on 1/23/2008 and in 2 annual increments of 800 shares starting on 1/23/2009 at an option price of \$33.00 per share. These options expire on 1/23/2017.
- (5) Grant of Incentive Stock Options to acquire 5,000 shares of Bar Harbor Bankshares common stock under the Bar Harbor Bankshares (and subsidiaries) Stock Option Plan of 2000. Options become exercisable with respect to 1,000 shares on 12/18/2008 and in 4 annual increments of 1,000 shares starting on 12/18/2009 at an option price of \$31.50 per share. These options expire on 12/18/2017.
- (6)

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.