

BAR HARBOR BANKSHARES
Form 4
April 26, 2016

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DALTON GREGORY W

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)
82 MAIN STREET PO BOX 400
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/25/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

BAR HARBOR, ME 04609-0400

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	04/25/2016		P	(A) or (D) Amount 177.92 (1)	\$ 0 6,733.466	D	
Common Stock	04/25/2016		M	(A) or (D) Amount 265	\$ 0 (2) 6,998.466	D	
Common Stock	04/25/2016		M	(A) or (D) Amount 1,340	\$ 0 (2) 8,338.466	D	
Common Stock	04/25/2016		F	(A) or (D) Amount 856 (3)	\$ 0 7,482.466	D	

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

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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. 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)	Amount or Number of Shares
Restricted Stock Units (RSUs)	\$ 0 ⁽⁴⁾	04/25/2016		M	265	04/22/2016 04/22/2016	Common Stock	265
Restricted Stock Units (RSUs)	\$ 0 ⁽⁴⁾	04/25/2016		M	1,340	04/22/2016 04/22/2016	Common Stock	1,340

Reporting Owners

Reporting Owner Name / Address	Relationships
DALTON GREGORY W 82 MAIN STREET PO BOX 400 BAR HARBOR, ME 04609-0400	Director 10% Owner Officer Executive Vice President

Signatures

Gregory W. Dalton 04/26/2016
 **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)

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These shares were acquired through regularly scheduled salary deferral and dividend reinvestment in the Bar Harbor Bankshares 401(k) Plan f/b/o Gregory W. Dalton.

- (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) The amount entered in Column 9 represents the number of restricted stock units remaining in the 2015 - 2017 Long Term Incentive Plan (Plan C) for this executive.

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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