

Maltz Richard B
Form 4
July 25, 2017

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Maltz Richard B

(Last) (First) (Middle)

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

(Street)

BAR HARBOR, ME 04609

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/24/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP, COO & Chief Risk Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/24/2017		M		521 A \$ 0 (1)	3,146.01	D
Common Stock	07/24/2017		M		1,629 A \$ 0 (1)	4,775.01	D
Common Stock	07/24/2017		F		676 (2) D \$ 29.1	4,099.01	D

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

**Persons who respond to the collection of
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(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. 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)		8. Pr	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (RSUs) 2014 - 2016 Plan (Plan B) ⁽³⁾	\$ 0 ⁽⁴⁾	07/24/2017		M		521		⁽⁵⁾	⁽⁵⁾	Common Stock	521
Restricted Stock Units (RSUs) 2014 - 2016 Plan (Plan B) ⁽⁶⁾	\$ 0 ⁽⁴⁾	07/24/2017		M		1,629		⁽⁷⁾	⁽⁷⁾	Common Stock	1,629

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Maltz Richard B C/O BAR HARBOR BANKSHARES P.O. BOX 400, 82 MAIN STREET BAR HARBOR, ME 04609	EVP, COO & Chief Risk Officer

Signatures

/s/Kimberly Pruett Ilg, as
attorney-in-fact

07/25/2017

__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) Upon vesting, each restricted stock unit was converted into one share of BHB Common Stock based on the closing price of July 21, 2017, the last trading day before the vesting date.
- (2) 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.
- (3) Represents the number of time-vested Restricted Stock Units remaining for the 2014-2016 Long Term Incentive Plan (Plan B).
- (4) Each restricted stock unit represents a contingent right to receive one share of BHB Common Stock.
On September 23, 2014, the reporting person was granted 1,111 time-based Restricted Stock Units, vesting in three pro-rated installments beginning on July 22, 2015. Upon promotion, Mr. Maltz was awarded an additional 44 shares on September 28, 2016 for vesting at the final installment of this plan.
- (5) Represents the number of performance-vested Restricted Stock Units remaining for the 2014-2016 Long Term Incentive Plan (Plan B).
- (6) These Restricted Stock Units were granted on September 23, 2014, with additional shares granted upon Mr. Maltz's September 2016 promotion, to vest in full on July 22, 2017.
- (7)

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.