

BAR HARBOR BANKSHARES

Form 4

November 23, 2015

**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  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PRATT JOSEPH M

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)  
PO BOX 400, 82 MAIN STREET  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/19/2015

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
President BHTS

BAR HARBOR, ME 04609

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**

SEC 1474  
(9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Instr. 9)	(Instr. 10)	(Instr. 11)	(Instr. 12)	(Instr. 13)	(Instr. 14)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units ("RSUs")	<u>(1)</u>	11/19/2015	A		42		<u>(1)</u>	<u>(1)</u>	Common Stock	42	\$ 0
Restricted Stock Units ("RSUs")	<u>(2)</u>	11/19/2015	A <u>(2)</u>		42		<u>(2)</u>	<u>(2)</u>	Common Stock	42	\$ 0
Restricted Stock Units ("RSUs")	<u>(3)</u>	11/19/2015	A <u>(3)</u>		209		<u>(3)</u>	<u>(3)</u>	Common Stock	209	\$ 0
Restricted Stock Units ("RSUs")	<u>(4)</u>	11/19/2015	A <u>(4)</u>		209		<u>(4)</u>	<u>(4)</u>	Common Stock	209	\$ 0
Restricted Stock Units ("RSUs")	<u>(5)</u>	11/19/2015	A <u>(5)</u>		376		<u>(5)</u>	<u>(5)</u>	Common Stock	376	\$ 0
Restricted Stock Units ("RSUs")	<u>(6)</u>	11/19/2015	A <u>(6)</u>		376		<u>(6)</u>	<u>(6)</u>	Common Stock	376	\$ 0

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRATT JOSEPH M PO BOX 400 82 MAIN STREET BAR HARBOR, ME 04609			President BHTS	

## Signatures

Joseph M. Pratt

11/23/2015

\_\_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).

Represents a grant of Restricted Stock Units ("RSUs") that will be settled in shares of the issuer's common stock on a one-for-one basis.

- (1) These RSUs vest in April 2016. At the time of vesting sufficient shares of RSUs may be withheld to cover the executives tax liabilities. All shares delivered at time of vesting are subject to an additional one year holding period.

Represents a grant of Restricted Stock Units (RSUs) that will be settled in shares of the issuer's common stock on a one-for-one basis.

- (2) These RSUs vest in April 2016. At the time of vesting sufficient shares of RSUs may be withheld to cover the executive's tax liabilities. All shares delivered at time of vesting are subject to an additional one year holding period.

Represents a grant of Restricted Stock Units ("RSUs") that will be settled in shares of the issuer's common stock on a one-for-one basis.

- (3) These RSUs vest as follows: 42 shares in July 2016 and 167 shares in July 2017. At the time of vesting sufficient shares of RSUs may be withheld to cover the executive's tax liabilities. All shares delivered at each vesting are subject to an additional one year holding period.

Represents a grant of Restricted Stock units ("RSUs") that will be settled in shares of the issuer's common stock on a one-for-one basis.

- (4) These RSUs vest in July 2017. At the time of vesting sufficient shares of RSUs may be withheld to cover the executive's tax liabilities. All shares delivered at time of vesting are subject to an additional one year holding period.

Represents a grant of Restricted Stock units ("RSUs") that will be settled in shares of the issuer's common stock on a one-for-one basis.

- (5) These RSUs vest as follows: 42 shares in April 2016, 167 shares in April 2017 and 167 shares in April 2018. At the time of vesting sufficient RSUs may be withheld to cover the executive's tax liabilities. All shares delivered at each vesting are subject to an additional one year holding period.

Represents a grant of Restricted Stock Units ("RSUs") that will be settled in shares of the issuer's common stock on a one-for-one basis.

- (6) These RSUs vest in April 2018. At the time of vesting sufficient shares of RSUs may be withheld to cover the executive's tax liabilities. All shares delivered at the time of vesting are subject to an additional one year holding period.

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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