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BAR HARBOR BANKSHARES

Form 4

January 19, 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:

5. Relationship of Reporting Person(s) to

Reported

1,817

5,578

Transaction(s) (Instr. 3 and 4)

D

I

(A)

Code V Amount (D) Price

January 31, 2005

0.5

Estimated average

OMB APPROVAL

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

Common

Common

Stock

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

McIver William J. Issuer Symbol **BAR HARBOR BANKSHARES** (Check all applicable) [BHB] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) C/O BAR HARBOR 01/17/2017 Executive Vice President BANKSHARES, P.O. BOX 400, 82 MAIN STREET (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting BAR HARBOR, ME 04609 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4)

Exec Common 3,016 I

Stock Retirement

Plan

By 401(k)

By the Supp

Plan

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

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	orof Derivativ	Expiration Dayses d	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (RSUs) (1)	(1)	01/17/2017		A <u>(1)</u>	930	<u>(1)</u>	<u>(1)</u>	Common Stock	930	(1)
Restricted Stock Units (RSUs) (2)	(2)	01/17/2017		A(2)	930	(2)	(2)	Common Stock	930	<u>(2)</u>
Restricted Stock Units (RSUs) (3)	(3)	01/17/2017		A(3)	619	(3)	(3)	Common Stock	619	<u>(3)</u>
Restricted Stock Units (RSUs) (4)	<u>(4)</u>	01/17/2017		A(4)	619	<u>(4)</u>	<u>(4)</u>	Common Stock	619	<u>(4)</u>
Restricted Stock Units (RSUs) (5)	<u>(5)</u>	01/17/2017		A <u>(5)</u>	309	<u>(5)</u>	(5)	Common Stock	309	<u>(5)</u>
Restricted Stock Units (RSUs) (6)	(6)	01/17/2017		A <u>(6)</u>	309	<u>(6)</u>	<u>(6)</u>	Common Stock	309	<u>(6)</u>

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

McIver William J. 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

01/19/2017

**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).
- 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 will vest in three equal annual installments beginning in April 2018. At the time of vesting, sufficient shares may be withheld to cover the executive's tax liabilities. All shares delivered at each vesting are subject to an additional three 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 2020. At the time of vesting, sufficient shares may be withheld to cover the executive's tax liabilities. All shares delivered at the time of vesting are subject to an additional three 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 will vest in two equal annual installments beginning in April 2018. At the time of vesting, sufficient shares may be withheld to cover the executive's tax liabilities. All shares delivered at each vesting are subject to an additional three 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 April 2019. At the time of vesting, sufficient shares may be withheld to cover the executive's tax liabilities. All shares delivered at the time of vesting are subject to an additional three 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 will vest in April 2018. At the time of vesting, sufficient shares may be withheld to cover the executive's tax liabilities. All shares delivered at each vesting are subject to an additional three 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 will vest in April 2018. At the time of vesting, sufficient shares may be withheld to cover the executive's tax liabilities. All shares delivered at each vesting are subject to an additional three 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. 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.

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