

BAR HARBOR BANKSHARES

Form 4

January 19, 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
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
McIver William J.

(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)
01/17/2017

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 ____ Other (specify
below) below)
Executive Vice President

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 Ownership (Instr. 4)
Common Stock					1,817	D	
Common Stock					5,578	I	By 401(k) Plan
Common Stock					3,016	I	By the Supp Exec Retirement 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)

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. Price of Derivative Security (Instr. 5)
				Code	V	(A)	(D)	
Restricted Stock Units (RSUs) <u>(1)</u>	<u>(1)</u>	01/17/2017		A <u>(1)</u>		930	<u>(1)</u>	<u>(1)</u>
Restricted Stock Units (RSUs) <u>(2)</u>	<u>(2)</u>	01/17/2017		A <u>(2)</u>		930	<u>(2)</u>	<u>(2)</u>
Restricted Stock Units (RSUs) <u>(3)</u>	<u>(3)</u>	01/17/2017		A <u>(3)</u>		619	<u>(3)</u>	<u>(3)</u>
Restricted Stock Units (RSUs) <u>(4)</u>	<u>(4)</u>	01/17/2017		A <u>(4)</u>		619	<u>(4)</u>	<u>(4)</u>
Restricted Stock Units (RSUs) <u>(5)</u>	<u>(5)</u>	01/17/2017		A <u>(5)</u>		309	<u>(5)</u>	<u>(5)</u>
Restricted Stock Units (RSUs) <u>(6)</u>	<u>(6)</u>	01/17/2017		A <u>(6)</u>		309	<u>(6)</u>	<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.

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