

BAR HARBOR BANKSHARES

Form 4

April 26, 2016

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

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(Print or Type Responses)

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

(Last) (First) (Middle)

82 MAIN STREET PO BOX 400

(Street)

BAR HARBOR, ME 04609-0400

(City) (State) (Zip)

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

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

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (1) or (D) Price		
Common Stock	04/25/2016		P		177.92 (1) A \$ 0	6,733.466	D
Common Stock	04/25/2016		M		265 A \$ 0 (2)	6,998.466	D
Common Stock	04/25/2016		M		1,340 A \$ 0 (2)	8,338.466	D
Common Stock	04/25/2016		F		856 (3) D \$ 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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(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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	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
	Director 10% Owner Officer Other
DALTON GREGORY W 82 MAIN STREET PO BOX 400 BAR HARBOR, ME 04609-0400	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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