

BAR HARBOR BANKSHARES
Form 8-K
May 18, 2016

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

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): May 17, 2016

BAR HARBOR BANKSHARES

(Exact name of registrant as specified in its charter)

Commission File No. 001-13349

Maine

(State or other jurisdiction of

incorporation or organization)

PO Box 400

82 Main Street, Bar Harbor, ME

(Address of principal executive offices)

01-0393663

(I.R.S. Employer

Identification No.)

04609-0400

(Zip Code)

(207) 288-3314

(Registrant's telephone number, including area code)

Inapplicable

(Former name or address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.07 Submission of Matters to a Vote of Security Holders

The 2016 Annual Meeting of the Stockholders (the Annual Meeting) of Bar Harbor Bankshares (the Company) was held at 11:00 A.M. on Tuesday, May 17, 2016 at the Bar Harbor Club, 111 West Street, Bar Harbor, Maine. At the Annual Meeting, there were present in person or by proxy, 4,998,041.52 shares of the Company's common stock, representing approximately 83.17% of the total outstanding eligible votes. At the Annual Meeting, the stockholders of the Company: (i) elected eleven (11) persons to serve as directors for a term of one year; (ii) voted to approve a non-binding advisory resolution on the compensation of the Named Executive Officers of the Company (Say on Pay); and (iii) ratified the appointment of RSM US LLP as the Company's independent registered public accounting firm for the year ending December 31, 2016. The voting results for each proposal are as follows:

1. To elect eleven (11) persons to serve as directors for a term of one year:

| | | | BROKER |
|------------------|--------------|-----------------|-----------------|
| DIRECTOR | FOR | WITHHELD | NON VOTE |
| Matthew L. Caras | 3,538,639.24 | 102,437.28 | 1,349,465.00 |
| David C. Colter | 3,529,698.83 | 102,377.69 | 1,349,465.00 |
| Martha T. Dudman | 3,522,087.03 | 118,989.49 | 1,349,465.00 |
| Lauri E. Fernald | 3,467,742.15 | 173,334.37 | 1,349,465.00 |

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| | | | |
|--------------------|--------------|------------|--------------|
| Daina H. Hill | 3,525,271.29 | 115,805.24 | 1,349,465.00 |
| Clyde H. Lewis | 3,527,447.24 | 113,629.28 | 1,349,465.00 |
| Constance C. Shea | 3,491,224.22 | 149,852.30 | 1,349,465.00 |
| Curtis C. Simard | 3,537,966.15 | 103,110.37 | 1,349,465.00 |
| Kenneth E. Smith | 3,524,442.24 | 116,634.28 | 1,349,465.00 |
| Scott G. Toothaker | 3,524,167.24 | 116,909.28 | 1,349,465.00 |
| David B. Woodside | 3,524,316.73 | 116,759.79 | 1,349,465.00 |

2. Non-binding advisory resolution on the compensation of the Named Executive Officers of the Company, (Say on Pay):

| | | | |
|--------------|----------------|----------------|------------------------|
| For | Against | Abstain | Broker Non-Vote |
| 3,453,570.90 | 83,379.77 | 111,625.85 | 1,349,465.00 |

3. Ratification of the appointment of RSM US LLP as the Company's independent registered public accounting firm for the year ending December 31, 2016:

| | | |
|--------------|----------------|----------------|
| For | Against | Abstain |
| 4,929,885.83 | 18,334.07 | 49,821.61 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 18, 2016

BAR HARBOR BANKSHARES

/s/ Marsha C. Sawyer

Marsha C. Sawyer

Corporate Clerk