

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, Curtis C. Simard

Name of the Holding Company Director and Official

President & CEO

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Curtis C. Simard

Signature of Holding Company Director and Official

3-23-2021

Date of Signature

For holding companies not registered with the SEC—
 Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID _____
 C.I. _____

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2020

Month / Day / Year

N/A

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address

Bar Harbor Bankshares

Legal Title of Holding Company

P.O. Box 400

(Mailing Address of the Holding Company) Street / P.O. Box

Bar Harbor ME 04609
 City State Zip Code

82 Main Street, Bar Harbor ME 04609

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Kirstie A. Carter Corporate Clerk

Name Title

207-288-2637

Area Code / Phone Number / Extension

Area Code / FAX Number

kcarter@barharbor.bank

E-mail Address

www.barharbor.bank

Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes 0

In accordance with the General Instructions for this report (check only one),

- 1. a letter justifying this request is being provided along with the report
- 2. a letter justifying this request has been provided separately ...

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical Location (if different from mailing address)

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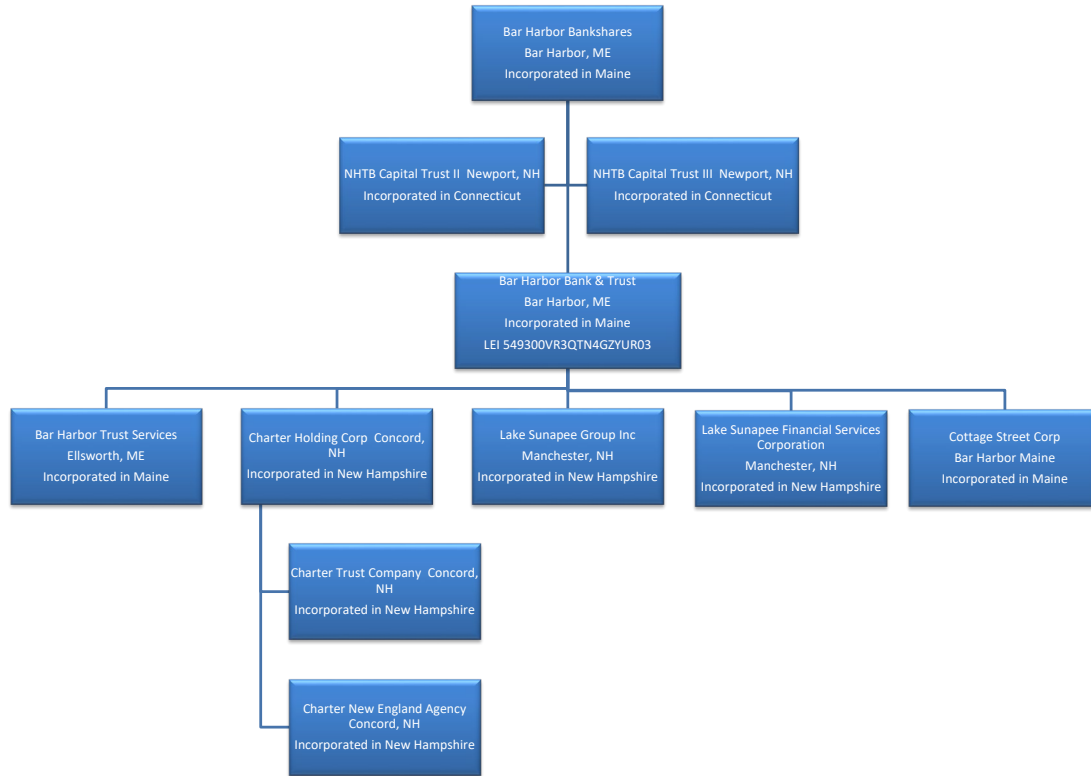
Form FR Y-6

Bar Harbor Bankshares, Inc.
Bar Harbor, Maine 04609
Fiscal Year Ending December 31, 2020

- 1: a) The BHC is required to prepare form 10K with the SEC.
- 1: b) The BHC does prepare an annual report for its shareholders.

2a: Organizational Chart

All subsidiaries are 100% owned.



LEI not applicable unless otherwise noted

2b: Domestic Branch Listing

Results: A list of branches for your depository institution: **BAR HARBOR BANK AND TRUST COMPANY** (ID: RSSD: 522605). This depository institution is held by **BAR HARBOR BANKSHARES** (1115385) of **BAR HARBOR, ME**. The data are as of 1/15/2021. Data reflects information that was received and processed through 01/15/2021.

Reconciliation and Verification Steps

- In the **Data Action** column of each branch row, enter one or more of the actions specified below
- If required, enter the date in the **Effective Date** column

Actions

- OK:** If the branch information is correct, enter 'OK' in the **Data Action** column.
- Change:** If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
- Close:** If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
- Delete:** If a branch listed was never opened by this depository institution, enter 'Delete' in the **Data Action** column.
- Add:** If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information. If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note: To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of **Change, Close, Delete, or Add**. The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID	RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID	RSSD*	Comments
OK		Full Service (Head Office)	522605		BAR HARBOR BANK AND TRUST COMPANY	82 MAIN STREET	BAR HARBOR	ME	04609	HANCOCK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4495668		MAIN STREET BANGOR BRANCH	203 MAIN STREET	BANGOR	ME	04403	PENOBSCOT	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	518309		STILLWATER AVE BANGOR BRANCH	920 STILLWATER AVE	BANGOR	ME	04403	PENOBSCOT	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	462103		UNION STREET BANGOR BRANCH	992 UNION STREET	BANGOR	ME	04403	PENOBSCOT	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	495838		BLUE HILL BRANCH	71 MAIN STREET	BLUE HILL	ME	04614	HANCOCK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	463205		BREWER BRANCH	366 WILSON STREET	BREWER	ME	04412	PENOBSCOT	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	5544527		BRUNSWICK	148 BATH ROAD	BRUNSWICK	ME	04011	CUMBERLAND	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	521808		DEER ISLE BRANCH	25 CHURCH STREET	DEER ISLE	ME	04627	HANCOCK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	559601		ELLSWORTH BRANCH	125 HIGH STREET	ELLSWORTH	ME	04605	HANCOCK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	431408		LUBREC BRANCH	68 WASHINGTON STREET	LUBREC	ME	04652	WASHINGTON	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	521000		MACHIAS BRANCH	41 MAIN STREET	MACHIAS	ME	04654	WASHINGTON	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	467902		MILBRIDGE BRANCH	BRIDGE AND MAIN STREET	MILBRIDGE	ME	04658	WASHINGTON	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	3718063		SOMESVILLE BRANCH	1055 MAIN STREET	MOUNT DESERT	ME	04660	HANCOCK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	2581772		NEWPORT ME BRANCH	44 MOOSEHEAD TRAIL	NEWPORT	ME	04953	PENOBSCOT	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	5213107		NORTHEAST HARBOR AGENCY BRANCH	113 MAIN STREET	NORTHEAST HARBOR	ME	04660	HANCOCK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	491602		ORONO BRANCH	69 MAIN STREET	ORONO	ME	04473	PENOBSCOT	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	396002		PITTSFIELD BRANCH	109 MAIN STREET	PITTSFIELD	ME	04967	SOMERSET	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	320503		ROCKLAND BRANCH	245 CAMDEN ST	ROCKLAND	ME	04841	KNOX	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	3772020		SOUTH CHINA BRANCH	368 ROUTE 3	SOUTH CHINA	ME	04358	KENNEBEC	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	467201		SOUTHWEST HARBOR AGENCY BRANCH	314 MAIN STREET	SOUTHWEST HARBOR	ME	04679	HANCOCK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	2872260		WATERVILLE MAIN STREET BRANCH	335 MAIN STREET	WATERVILLE	ME	04901	KENNEBEC	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	532408		WINTER HARBOR BRANCH	385 MAIN STREET	WINTER HARBOR	ME	04693	HANCOCK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150248		ANDOVER BRANCH	7 LAWRENCE ST	ANDOVER	NH	03216	MERRIMACK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	581101		BRADFORD BRANCH	115 EAST MAIN STREET	BRADFORD	NH	03221	MERRIMACK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150220		CLAREMONT BRANCH	345 WASHINGTON STREET	CLAREMONT	NH	03748	SULLIVAN	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4974867		CONCORD LOUDON ROAD BRANCH	8 LOUDON ROAD	CONCORD	NH	03301	MERRIMACK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150242		ENFIELD BRANCH	468 US ROUTE 4	ENFIELD	NH	03748	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	338303		GRANTHAM BRANCH	165 ROUTE 10 N	GRANTHAM	NH	03753	SULLIVAN	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	3595628		HANOVER BRANCH	68 SOUTH MAIN STREET	HANOVER	NH	03755	GRAFTON	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150239		HILLSBORO BRANCH	15 ANTRIM RD	HILLSBOROUGH	NH	03244	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	3845124		HANOVER STREET BRANCH	306 HANOVER STREET	LIBRANON	NH	03766	GRAFTON	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150444		LEBANON WATER ROAD BRANCH	200 HEATER ROAD	LEBANON	NH	03766	GRAFTON	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	5432978		MANCHESTER BRANCH	1000 ELM STREET, SUITE 101	MANCHESTER	NH	03101	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	3549715		MILFORD BRANCH	32 ELM STREET	MILFORD	NH	03055	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	3637993		NASHUA BRANCH	189 MAIN STREET	NASHUA	NH	03060	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150378		NEW LONDON MAIN STREET BRANCH	321 MAIN STREET	NEW LONDON	NH	03257	MERRIMACK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150382		NEW LONDON NEWPORT ROAD BRANCH	116 NEWPORT ROAD	NEW LONDON	NH	03257	MERRIMACK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150226		NEWBURY BRANCH	976 ROUTE 109	NEWBURY	NH	03355	MERRIMACK	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	91101		LAKE SUNAPEE BRANCH	9 MAIN STREET, BOX 29	NEWPORT	NH	03773	SULLIVAN	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4150181		PETERBOROUGH BRANCH	2 MAIN STREET	PETERBOROUGH	NH	03458	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	86009		SUNAPEE BRANCH	565 ROUTE 11	SUNAPEE	NH	03783	SULLIVAN	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	4796695		WEST LEBANON BRANCH	83 MAIN STREET	WEST LEBANON	NH	03784	GRAFTON	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	261904		PARK STREET BRANDON BRANCH	2 PARK STREET	BRANDON	VT	05733	RUTLAND	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	2242805		BRANDON BRANCH	ROUTE 7 & DEPOT HILL ROAD, ROUTE 7	PITTSFORD	VT	05763	RUTLAND	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	261977		JUSTIN MORGAN PLAZA BRANCH	189 VT ROUTE 12 SOUTH	RANDOLPH	VT	05060	ORANGE	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	521608		RANDOLPH MAIN OFFICE	21 N MAIN STREET	RANDOLPH	VT	05060	ORANGE	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	289804		ROCHESTER BRANCH	85 NORTH MAIN STREET	ROCHESTER	VT	05267	WINDSOR	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	399601		BETHEL BRANCH	1583 MT HIGHWAY 107	ROYALTON	VT	05033	WINDSOR	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	3449561		WOODSTOCK AVENUE BRANCH	100 WOODSTOCK AVENUE	RUTLAND	VT	05701	RUTLAND	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	582207		SOUTH ROYALTON BRANCH	52 RAILROAD STREET	SOUTH ROYALTON	VT	05068	WINDSOR	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	289609		WILLIAMSTOWN OFFICE	20 MT THURSTON LANE	WILLIAMSTOWN	VT	05679	ORANGE	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Full Service	1413138		FIRST COMMUNITY MAIN OFFICE	096 BOND STREET	WOODSTOCK	VT	05091	WINDSOR	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
OK		Limited Service	3621853		WEST WOODSTOCK DRIVE UP BRANCH	906 W WOODSTOCK RD	WOODSTOCK	VT	05091	WINDSOR	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	
ADD	1/5/2021	Full Service			BEDFORD BRANCH	3 KILTON RD	BEDFORD	NH	03110	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	BAR HARBOR BANK AND TRUST COMPANY		522605	

FORM FR Y-6 Bar Harbor Bankshares Fiscal Year ending December 31, 2020						12/31/2020 No Shares 14,915,923	
Common Shares	Principal Occupation	Title and Position	Title and Position with Subsidiaries	Title and Position with other Business	Percentage of Direct Voting Shares	Direct Shares Owned	Indirect (1,2)
<u>5% Owners</u>							
BlackRock, Inc. ³					7.755%	1,156,712	
The Vanguard Group. ⁴					5.217%	778,159	
<u>Less than 5% Owners</u>							
<u>Directors</u>							
Belair, Daina Lincolnton, ME	Business Owner	Director	Director/BHBT	Owner of Inn	0.037%	5,458	
Caras, Matthew Arrowsic, ME	Business Owner	Director	Director/BHBT	Owner	0.090%	13,447	
Colter, David Hampden, ME	Business Executive	Director	Director/BHBT	Business Executive	0.038%	5,656	
Dimick, Steven Randolph, Vermont	Retired Bank Exec	Director	Director/BHBT	Retired	0.055%	8,158	
Dudman, Martha Northeast Harbor, ME	Fundraising Consultant and Author	Director	Director/BHBT	Fundraising Consultant and Author	0.112%	16,666	
Fernald, Lauri Mt. Desert, ME	Owner Fernald Funeral Homes	Director	Director/BHBT	Owner Fernald Funeral Homes	0.082%	12,300	
O'Halloran, Brendan J.	Retired Bank Professional	Director	Director/BHBT	N/A	0.043%	6,457	
Simard, Curtis C. Mt. Desert, ME	President and CEO	Director	Director	N/A	0.331%	49,333	1,090
Smith, Kenneth Bar Harbor, ME	Business Owner	Director	Director/BHBT	Manor House Inn	0.115%	17,157	
Theroux, Stephen R. New London, NH	Retired Bank Exec	Director	Director/BHBT	Retired	0.423%	63,115	24,000
Toothaker, Scott Ellsworth, ME	Vice President and CPA	Director	Director/BHBT	Melanson & Heath	0.246%	36,677	
Woodside, David Bar Harbor, ME	Company President	Director	Director/BHBT	The Acadia Corporation	0.101%	15,067	1,500
<u>Named Executive Officers</u>							
Simard, Curtis C. Mt. Desert, ME	President and CEO	President & CEO	President & CEO	N/A	above	above	
Iannelli, Josephine Mt. Desert, ME	Company EVP/CFO	EVP/CFO Treasurer	EVP,CFO, Treasurer	N/A	0.081%	12,151	
Richard B. Maltz Ellsworth, ME	EVP Bar Harbor Bank & Trust	N/A	EVP, Chief Operating Officer Chief Risk Officer	N/A	0.128%	19,136	
Colombo, Marion York, ME	EVP Bar Harbor Bank & Trust	N/A	EVP, Director of Retail Delivery	N/A	0.033%	4,879	
Mercier, John Manchester, NH	EVP Bar Harbor Bank & Trust	N/A	EVP, Chief Lending Officer	N/A	0.037%	5,494	
<u>Other</u>							
Jason Edgar Atkinson, NH	President Bar Harbor Trust Services & Charter Trust Corporation	N/A	President Bar Harbor Trust Services & Charter Trust Corporation	N/A	0.015%	2,284	

Jennifer Svenson Danvers, MA	SVP Bar Harbor Bank & Trust	N/A	SVP Chief Human Resources, Officer	N/A	0.013%	1,989	
					Director and Insider Totals	295,424	70,786
					Director and Insider Percentage	1.98%	0
¹ Directors and insiders with shares in the Company 401K or IRA which provides pass-through voting are included in this column							
² Directors and insiders includes shares held in RABBI Trusts for the future benefit of director in this column							
³ As disclosed in Form 13G filed January 29, 2021							
⁴ As disclosed in Form 13G filed February 10, 2021							