

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) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102(a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). 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

Mar 27, 2023
 Date of Signature

For Federal Reserve Bank Use Only

RSSD ID _____
 C.I. _____

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

December 31, 2022

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Bar Harbor Bankshares

Legal Title of Holding Company

PO 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? No Yes

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."

Report Item 1: Annual Report to Shareholders

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

Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

Yes No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

Report Item 2a: Organization Chart

Yes No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

Report Item 2b: Domestic Branch Listing

Yes No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

Report Item 3: Securities Holders

Yes No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

Report Item 4: Insiders

Yes No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

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.

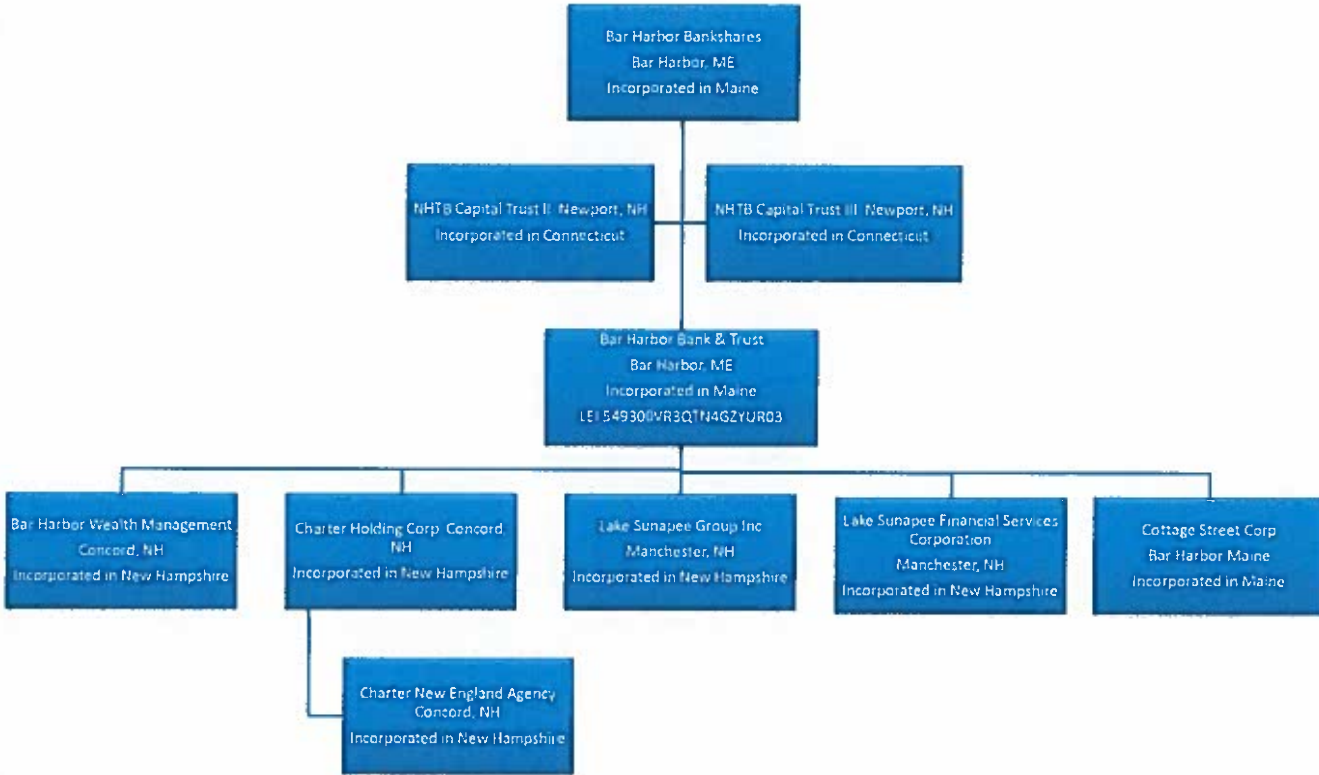
<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>	<p>Legal Title of Subsidiary Holding Company</p> <p>(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box</p> <p>City State Zip Code</p> <p>Physical Location (if different from mailing address)</p>
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Bar Harbor Bankshares, Inc.
Bar Harbor, Maine 04609
Fiscal Year Ending December 31, 2022

- 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

Common Shares	Principal Occupation other than Holding Co.	Title and Position with Bank Holding Co.	Title and Position with Subsidiaries Sub-Names	Title and Position with other Business	Percentage of Direct Voting Shares	Direct Shares Owned	Indirect (1,2)	Footnote
5% Owners								
BlackRock, Inc. ²					7.500%	1,117,209		
FMR LLC ³					6.600%	992,295		
Less than 5% Owners								
Directors								
Belair, Daina Iva, SC	Former Business Owner	Director	Director/BHBT	Retired	0.052%	7,809	1,670	1
Ceras, Matthew Arrowsic, ME	Business Owner	Director	Director/BHBT	Owner	0.108%	16,235		
Colter, David Hampden, ME	Business Executive	Director	Director/BHBT	Business Executive	0.054%	8,070		
Dimick, Steven Randolph, Vermont	Retired Bank Exec	Director	Director/BHBT	Retired	0.070%	10,509		
Dudman, Martha Northeast Harbor, ME	Fundraising Consultant and Author	Director	Director/BHBT	Fundraising Consultant and Author	0.126%	19,017		
Fernald, Lauri Mt. Desert, ME	Owner Fernald Funeral Homes	Director	Director/BHBT	Owner Fernald Funeral Homes	0.097%	14,651		
O'Halloran, Brendan J.	Retired Bank Professional	Director	Director/BHBT	N/A	0.074%	11,122		
Miller, Debra B.	VP, External Relations	Director	Director/BHBT	NH Community Loan Fund	0.0087%	1,313		
Simard, Curtis C. Mt. Desert, ME	President and CEO	Director	Director	N/A	0.472%	71,158	1,451	1
Smith, Kenneth Bar Harbor, ME	Former Business Owner	Director	Director/BHBT	Manor House Inn	0.141%	21,282		
Toothaker, Scott Ellsworth, ME	Vice President and CPA	Director	Director/BHBT	Melanson & Heath	0.259%	39,028		
Woodside, David Bar Harbor, ME	Company President	Director	Director/BHBT	The Acadia Corporation	0.124%	18,659	1,500	1
Named Executive Officers								
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	0.146%	22,070		
Colombo, Marion York, ME	EVP Bar Harbor Bank & Trust	N/A	EVP, Director of Retail Delivery	N/A	0.076%	11,438		
Mercier, John Manchester, NH	EVP Bar Harbor Bank & Trust	N/A	EVP, Chief Lending Officer	N/A	0.075%	11,298		
Edgar, Jason P.	President, BHTS & CTC	N/A		N/A	0.0479%	7,228		

					Director and Insider Totals	2,400,390	4,621	
					Director and Insider Percentage	15.91%	0.03%	

¹ Directors and insiders with shares in the Company 401K or IRA which provides pass-through voting are included in this column
² As disclosed in Form 13G filed February 3, 2023
³ As disclosed in Form 13G filed February 9, 2023