

BAR HARBOR BANKSHARES  
Form 10-K/A  
April 03, 2008

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

**FORM 10-K/A**

Amendment No. 1

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
For the fiscal year ended December 31, 2007

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_.

Commission File Number: **0-13666**

**BAR HARBOR BANKSHARES**

*(Exact name of registrant as specified in its charter)*

Maine

01-0393663

*(State or other jurisdiction of  
incorporation or organization)*

*(I.R.S. Employer  
Identification No.)*

P.O. Box 400, 82 Main Street  
Bar Harbor, Maine

04609-0400

(207) 288-3314

*(Address of principal executive offices)*

*(Zip Code)*

*(Registrant's telephone number,  
including area code)*

Securities registered pursuant to Section 12(g) of the Act:

| <u><b>Title of class</b></u>             | <u><b>Name of exchange on which registered</b></u> |
|--|--|
| Common Stock, \$2.00 par value per share | American Stock Exchange                            |

Indicate by check mark whether the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act: YES \_\_\_ NO

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Exchange Act: YES \_\_\_ NO

Indicate by check mark if the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days: YES  NO \_\_\_

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (Section 229.405 of this chapter) is not contained herein, and will not be contained, to the registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. \_\_\_

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act: Large accelerated filer \_\_\_ Accelerated filer X Non-accelerated filer (do not check if a smaller reporting company) \_\_\_ Smaller reporting company \_\_\_

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act): YES \_\_\_ NO X

As of June 30, 2007, the aggregate market value of the 2,990,774 shares of Common Stock of the Registrant issued and outstanding on such date, excluding the approximately 53,064 shares held by all directors and executive officers of the Registrant as a group (which does not include unexercised stock options), was \$94,801,037. This aggregate market value is based on the last sale price of \$31.70 per share of the Registrant's Common Stock on June 30, 2007, as reported in *The Wall Street Journal* on July 2, 2007. Although directors of the Registrant and executive officers of the Registrant and its subsidiaries were assumed to be "affiliates" of the Registrant for purposes of this calculation, the classification is not to be interpreted as an affirmation of such status.

Number of shares of Common Stock par value \$2.00 outstanding as of March 3, 2008: **2,978,491**

#### EXPLANATORY NOTE

We are filing this Amendment No.1 to our Annual Report on Form 10-K previously filed with the Securities and Exchange Commission (the "Commission") on March 17, 2008 (the "Report"), for the purpose of correcting certain inadvertent errors contained in Exhibits 32.1 and 32.2 made in the process of preparing our Report for electronic filing with the Commission. This Amendment No. 1 corrects the signature line on Exhibit 32.2 which inadvertently identified the signing officer as both the "Chief Financial Officer" and "Chief Executive Officer," when in fact the signing officer on Exhibit 32.2 is only the Chief Financial Officer. In addition, we are filing this Amendment No. 1 to the Report to amend both Exhibits 32.1 and 32.2 to delete the last sentence of the first full paragraph of each certification set forth on Exhibits 32.1 and 32.2, as each sentence was inadvertently included in the electronic filing of the respective certifications. We have included corrected Exhibits 32.1 and 32.2 with is Amendment No. 1 to the Report which supersede and replace those Exhibits filed with the original Report. No other information included in the previously filed Report is amended or otherwise updated by this Amendment No. 1 on Form 10-K/A.

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#### PART IV

#### ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES

(a) 3. Exhibits:

The following exhibits are included as part of this Form 10-K/A.

**EXHIBIT  
NUMBER**

|      |  |                 |
|------|--|-----------------|
| 31.3 | Certification of Chief Executive Officer under Rule 13a-14/15d-14(a), Form 10-K/A                              | Filed herewith  |
| 31.4 | Certification of Chief Financial Officer under Rule 13a-14/15d-14(a), Form 10-K/A                              | Filed herewith  |
| 32.1 | Certification of Chief Executive Officer under 18 U.S.C. Sec. 1350, as amended by Amendment No. 1 to Form 10-K | Filed herewith. |
| 32.2 | Certification of Chief Financial Officer under 18 U.S.C. Sec. 1350, as amended by Amendment No. 1 to Form 10-K | Filed herewith. |
| 32.3 | Certification of Chief Executive Officer under 18 U.S.C. Sec. 1350, Form 10-K/A                                | Filed herewith  |
| 32.4 | Certification of Chief Financial Officer under 18 U.S.C. Sec. 1350, Form 10-K/A                                | Filed herewith  |

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Amendment No. 1 on Form 10-K/A to be signed on its behalf by the undersigned, thereunto duly authorized.

April 3, 2008      BAR HARBOR BANKSHARES  
(Registrant)

/s/ Joseph M. Murphy

Joseph M. Murphy  
President and Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, the following persons have signed this report in the capacities indicated on behalf of the Registrant.

/s/ Thomas A. Colwell  
Thomas A. Colwell  
Chairman, Board of Directors

/s/ Robert C. Carter  
Robert C. Carter, Director

/s/ Peter Dodge  
Peter Dodge, Director

/s/ Joseph M. Murphy  
Joseph M. Murphy, Director  
President and Chief Executive Officer

/s/ Robert M. Phillips  
Robert M. Phillips, Director

/s/ Gerald Shencavitz  
Gerald Shencavitz  
EVP, Chief Financial Officer and Treasurer

/s/ Martha Tod Dudman  
Martha Tod Dudman, Director

/s/ Jacquelyn S. Dearborn  
Jacquelyn S. Dearborn, Director

/s/ Kenneth E. Smith  
Kenneth E. Smith, Director

/s/ Constance C. Shea  
Constance C. Shea, Director

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/s/ Lauri E. Fernald  
Lauri E. Fernald, Director  
/s/ Clyde H. Lewis  
Clyde H. Lewis, Director  
/s/ Gregg S. Hannah  
Gregg S. Hannah, Director

/s/ Scott G. Toothaker  
Scott G. Toothaker, Director  
/s/ David B. Woodside  
David B. Woodside, Director