

Jenkins Julie
Form 4
November 13, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Jenkins Julie

2. Issuer Name and Ticker or Trading Symbol
NORTHEAST BANCORP /ME/ [NBN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/09/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP/Director of Operations

C/O NORTHEAST BANCORP

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

LEWISTON, ME 04240

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Voting Common Stock | 11/09/2017 | | M | 7,500 | A \$ 12.63 | 28,876 | D ⁽¹⁾ |
| Voting Common Stock | 11/09/2017 | | F | 5,157 | D \$ 23.5 | 23,719 | D ⁽¹⁾ |
| Voting Common Stock | 11/09/2017 | | M | 5,510 | A \$ 9.38 | 29,229 | D ⁽¹⁾ |
| Voting Common | 11/09/2017 | | F | 3,274 | D \$ 23.5 | 25,955 | D ⁽¹⁾ |

Stock

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 (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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 12.63 | 11/09/2017 | | M | 7,500 | ⁽²⁾ 01/27/2022 | Voting Common Stock | 7,500 |
| Stock Option (Right to Buy) | \$ 9.38 | 11/09/2017 | | M | 5,510 | ⁽³⁾ 01/31/2023 | Voting Common Stock | 5,510 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jenkins Julie C/O NORTHEAST BANCORP LEWISTON, ME 04240 | | | SVP/Director of Operations | |

Signatures

/s/ Julie Jenkins 11/09/2017
 **Signature of Date
 Reporting Person

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).

Includes restricted stock awards granted to the reporting person under the Northeast Bancorp Amended and Restated 2010 Stock Option and Incentive Plan which vest as follows: 1,319 restricted shares vesting in three equal installments, commencing January 31, 2016, 5,000

- (1) restricted shares vesting in three equal installments, commencing August 21, 2017, 5,000 restricted shares vesting in three equal installments, commencing September 21, 2018, and 10,000 restricted shares vesting in three equal installments, commencing August 25, 2019.
- (2) Non-qualified time-based stock option awards granted to the reporting person under the Northeast Bancorp Amended and Restated 2010 Stock Option and Incentive Plan which vest in three equal installments commencing January 27, 2015
- (3) Non-qualified time-based stock option awards granted to the reporting person under the Northeast Bancorp Amended and Restated 2010 Stock Option and Incentive Plan, which vest in three equal installments commencing January 31, 2016.

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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