

GREGORY ROBERT B  
Form 5/A  
December 21, 2005

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
GREGORY ROBERT B

2. Issuer Name and Ticker or Trading Symbol  
FIRST NATIONAL LINCOLN CORP /ME/ [FNLC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2004

Director  10% Owner  
 Officer (give title below)  Other (specify below)

PO BOX 940

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
01/20/2005

6. Individual or Joint/Group Reporting

(check applicable line)

DAMARISCOTTA, ME 04543

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(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) | (A) or (D) | Price             | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------------------|--|--|---|
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â          | Â                 | 4,242 <sup>(4)</sup>   | D  | Â   |
| Common Stock                    | Â                                    | Â  | Â                              | Â   | Â          | Â                 | 17,953.65  | I  | By Stock Purchase Plan                                |
| Common Stock                    | 09/09/2004                           | Â  | G                              | 50  | D          | \$ <sup>(1)</sup> | 18,504   | I  | By spouse   |
| Common Stock                    | 11/05/2004                           | Â  | G                              | 100   | D          | \$ <sup>(2)</sup> | 18,404   | I  | By spouse   |

|              |            |   |   |       |   |                   |        |   |  |                                |
|--------------|------------|---|---|-------|---|-------------------|--------|---|--|--------------------------------|
| Stock        |            |   |   |       |   |                   |        |   |  |                                |
| Common Stock | 12/20/2004 | Â | G | 5,555 | D | \$ <sup>(3)</sup> | 12,249 | I |  | By Spouse                      |
| Common Stock | Â          | Â | Â | Â     | Â | Â                 | 1,920  | I |  | By son                         |
| Common Stock | Â          | Â | Â | Â     | Â | Â                 | 1,950  | I |  | By daughter                    |
| Common Stock | Â          | Â | Â | Â     | Â | Â                 | 5,555  | I |  | By The First Fruits Foundation |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 2270 (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 Acquired (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. Price of Derivative Security (Instr. 5) | 9. of D Se O Er Is Fi (I   |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| GREGORY ROBERT B<br>PO BOX 940<br>DAMARISCOTTA, ME 04543 | Â X           | Â         | Â       | Â     |

## Signatures

Robert B. Gregory  
12/21/2005

\*\*Signature of Reporting Person

Date

## 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).

- (1) Reporting bonafide gift to Campus Crusade
- (2) Reporting bonafide gift to North Woolwich Methodist Church
- (3) Reporting bonafide gift to First Fruits Foundation
- (4) Amending form as gift of 100 shares in December 2004 was not processed

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### Remarks:

HoldingsÂ reflectÂ 3Â forÂ 1Â stockÂ splitÂ inÂ JuneÂ 2004

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.