UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant ⊠		
Filed by a Party other than the Registrant \Box		
Checl	Prelin Conf Defin Defin	propriate box: minary Proxy Statement fidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2)) mitive Proxy Statement mitive Additional Materials iting Material under §240.14a-12
		NORTHEAST BANCORP
		(Name of Registrant as Specified In Its Charter)
		(Name of Person(s) Filing Proxy Statement, if other than the Registrant)
Paym ⊠	No fe	Filing Fee (Check the appropriate box): ee required. computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11. Title of each class of securities to which transaction applies:
	(2)	Aggregate number of securities to which transaction applies:
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	(4)	Proposed maximum aggregate value of transaction:
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	Chec	baid previously with preliminary materials. k box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid ously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing. Amount Previously Paid:
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	(3)	Filing Party:
	(4)	Date Filed:







Vote by Internet

- · Go to www.investorvote.com/NBN
- · Or scan the QR code with your smartphone
- · Follow the steps outlined on the secure website

Northeast Bancorp Annual Meeting of Shareholders Notice

(1234 5678 9012 345)

Important Notice Regarding the Availability of Proxy Materials for the Northeast Bancorp Annual Meeting of Shareholders to be Held on November 22, 2016

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual shareholders' meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The notice of annual meeting, proxy statement, form of proxy card and annual report to shareholders are available at:

www.investorvote.com/NBN



Easy Online Access — A Convenient Way to View Proxy Materials and Vote

When you go online to view materials, you can also vote your shares.

Step 1: Go to www.investorvote.com/NBN.

Step 2: Click on the icon on the right to view current meeting materials.

Step 3: Return to the investorvote.com window and follow the instructions on the screen to log in.

Step 4: Make your selection as instructed on each screen to select delivery preferences and vote.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



Obtaining a Copy of the Proxy Materials – If you want to receive a copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before November 10, 2016 to facilitate timely delivery.





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Shareholder Meeting Notice

Northeast Bancorp's Annual Meeting of Shareholders will be held on Tuesday, November 22, 2016 at the offices of Goodwin Procter LLP located at 100 Northern Avenue, Boston, Massachusetts 02210 at 10:00 a.m., Eastern Time.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommends a vote FOR all nominees listed in Proposal 1 and FOR Proposals 2 and 3:

- To elect the three nominees named in the proxy statement as Class III directors, each to serve for a three-year term and until their respective successors are duly elected and qualified.
- 2. To approve, on an advisory, non-binding basis, the compensation of our named executive officers.
- 3. To ratify the appointment of RSM US LLP as our independent registered public accounting firm for the fiscal year ending June 30, 2017.

PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must vote online or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you.

Directions to the Northeast Bancorp 2016 Annual Meeting

Directions to the Northeast Bancorp annual meeting can be viewed at www.edocumentview.com/NBN



Here's how to order a copy of the proxy materials and select a future delivery preference:

Paper copies: Current and future paper delivery requests can be submitted via the telephone, Internet or email options below.

Email copies: Current and future email delivery requests must be submitted via the Internet following the instructions below. If you request an email copy of current materials you will receive an email with a link to the materials.

PLEASE NOTE: You must use the number in the shaded bar on the reverse side when requesting a set of proxy materials.

- → Internet Go to www.investorvote.com/NBN. Follow the instructions to log in and order a copy of the current meeting materials and submit your preference for email or paper delivery of future meeting materials.
- → Telephone Call us free of charge at 1-866-641-4276 and follow the instructions to log in and order a paper copy of the materials by mail for the current meeting. You can also submit a preference to receive a paper copy for future meetings.
- → Email Send email to investorvote@computershare.com with "Proxy Materials Northeast Bancorp" in the subject line. Include in the message your full name and address, plus the number located in the shaded bar on the reverse, and state in the email that you want a paper copy of current meeting materials. You can also state your preference to receive a paper copy for future meetings.

To facilitate timely delivery, all requests for a paper copy of the proxy materials must be received by November 10, 2016.

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