(City)

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| X | Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b). |
|---|--|
|---|--|

(State)

(Zip)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| Instruction 1(b).   |                       |          | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934                      | 1                 | <u> </u>   | •                               |
|---|-----------------------|----------|---|-------------------|--|---------------------------------|
|   |                       |          | or Section 30(h) of the Investment Company Act of 1940                                      |                   |  |                                 |
| 1. Name and Address of Reporting Person <sup>*</sup><br>ROSMARIN JOHN |                       |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>NORTHEAST BANCORP /ME/</u> [ NBN ] |                   | ationship of Reporting Pe<br>k all applicable)<br>Director | erson(s) to Issuer<br>10% Owner |
|   | (First)<br>IEAST BANK | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/29/2010                              |                   | Officer (give title<br>below)                              | Other (specify below)           |
| 500 CANAL STREET  |                       |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                    | 6. Indiv<br>Line) | vidual or Joint/Group Fili                                 | ng (Check Applicable            |
| (Street)  |                       |          |   | X                 | Form filed by One Re                                       | porting Person                  |
| LEWISTON  | ME                    | 04240    |   |                   | Form filed by More th<br>Person                            | an One Reporting                |
|   |                       |          |   |                   |  |                                 |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | e of Security (Instr. 3)<br>Date<br>(Month/Day/Year)<br>2. Transaction<br>Execu<br>if any<br>(Month |  | Transaction<br>Code (Instr. |   |        |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |
|---------------------------------|---|--|-----------------------------|---|--------|---------------|-------|---|---|---|--|
|                                 |   |  | Code                        | v | Amount | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |  |
| Northeast Bancorp Common Stock  |   |  |                             |   |        |               |       | 5,875   | D   |   |  |

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Nu<br>of<br>Deriv<br>Secu<br>Acqu<br>(A) of<br>Dispo<br>of (D)<br>(Instr<br>and 5 | Expiration Date<br>(Month/Day/Year)<br>rities<br>ired<br>r<br>osed<br>)<br>: 3, 4 |                     | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | Amount of<br>becurities<br>Inderlying<br>berivative<br>becurity (Instr. 3)<br>Derivative<br>Security<br>(Instr. 5) |  | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|--|---|---------------------|---|-------|--|--|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)   | Date<br>Exercisable | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares   |  |  |  |  |

**Explanation of Responses:** 

# John Rosmarin - POA Suzanne 12/29/2010

<u>M Carney</u>

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.