



DIVISION OF  
CORPORATION FINANCE

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

February 28, 2012

Via E-Mail

Claire S. Bean  
Chief Financial Officer  
Northeast Bancorp  
500 Canal Street  
Lewiston, ME 04240

**Re: Northeast Bancorp  
Form 10-K for Fiscal Period Ended June 30, 2011  
Filed September 27, 2011  
Form 10-Q for Fiscal Quarter Ended September 30, 2011  
Filed November 14, 2011  
Form 10-Q for Fiscal Quarter Ended December 31, 2011  
Filed February 14, 2012  
File No. 1-14588**

Dear Ms. Bean:

We have completed our review of your filings. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filings and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filings to be certain that the filings include the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Sharon Blume

Sharon Blume  
Assistant Chief Accountant