

FORM 4

FEDERAL DEPOSIT INSURANCE CORPORATION
Washington, D.C. 20429

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| OMB APPROVAL |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

(Print or Type Responses)

| | | | | | | |
|---|---------|----------|--|---|---|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | |
| Wayne | Richard | | Northeast Bank [NBN] | | <input checked="" type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Last) | (First) | (Middle) | | | <input checked="" type="checkbox"/> Officer (give title below) | <input type="checkbox"/> Other (specify below) |
| C/O Northeast Bank 27 Pearl Street | | | 3. Date of Earliest Transaction Required to be Reported (Month/Day/Year) | 4. If Amendment, Date Original Filed (Month/Day/Year) | President and Chief Executive Officer | |
| (Street) | | | | | | |
| Portland | ME | 04101 | 08/13/2024 | | 6. Individual or Joint/Group Filing (Check Applicable Line) | |
| (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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|--|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Voting Common Stock | 08/13/2024 | | F | | 2,015 | F | \$64.52 | 20,969 | D | |
| Voting Common Stock | 08/14/2024 | | A | | 10,144 (3) | A | \$64.52 | 31,113 | D | |
| Voting Common Stock | | | | | | | | 565,573 | I | By Trust (1) |
| Voting Common Stock | | | | | | | | 97,202 | I | By Trust (2) |
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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).

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 control number.

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. Number of derivative Securities Beneficially Owned at End of Month (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|------------------|--|--|--|--|-----------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Number of Shares | | | | | Amount or |
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Explanation of Responses:

- 1. These shares are owned directly by the Richard Wayne Revocable Trust.
- 2. These shares are owned directly by the Richard Wayne Irrevocable Trust.
- 3. Represents a restricted stock award granted to the reporting person under the Northeast Bank 2021 Stock Option and Incentive Plan. The shares vest in three equal installments, commencing August 14, 2025.

/s/ Richard Cohen, Attorney-in-fact
 **Signature of Reporting Person

8/15/2024
 Date

** 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.

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