First Bancorp, Inc /ME/
Form 10-Q
November 09, 2016

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-Q

[X] Quarterly Report Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934
For the quarterly period ended September 30, 2016

Commission File Number 0-26589

THE FIRST BANCORP, INC.
(Exact name of Registrant as specified in its charter)

MAINE	01-0404322
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

MAIN STREET, DAMARISCOTTA, MAINE	04543
(Address of principal executive offices)	(Zip code)

(207) 563-3195
Registrant's telephone number, including area code

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.
Yes [X] No[_]

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every,Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).
Yes [X] No[_]

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, non-accelerated filer, or a smaller
reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule

12b-2 of the Exchange Act. (Check one):
Large accelerated filer [_] Accelerated filer [X] Non-accelerated filer [_] Smaller reporting company [_]

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act).
Yes [_]   No [X]

Indicate the number of shares outstanding of each of the registrant's classes of common stock as of November 1, 2016
Common Stock: 10,791,668 shares

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Part I. Financial Information
Selected Financial Data (Unaudited)
The First Bancorp, Inc. and Subsidiary

Dollars in thousands,	As of and for the nine months ended September 30,		As of and for the quarters ended September 30,	
except for per share amounts	2016	2015	2016	2015
Summary of Operations				
Interest Income	$40,159	$37,772	$13,283	$12,833
Interest Expense	7,950	7,481	2,754	2,322
Net Interest Income	32,209	30,291	10,529	10,511
Provision for Loan Losses	1,125	1,100	375	200
Non-Interest Income	9,439	9,467	3,469	2,975
Non-Interest Expense	21,850	21,952	7,405	7,707
Net Income	13,689	12,437	4,562	4,188
Per Common Share Data				
Basic Earnings per Share	$1.28	$1.17	$0.43	$0.39
Diluted Earnings per Share	1.27	1.16	0.42	0.39
Cash Dividends Declared	0.68	0.65	0.23	0.22
Book Value per Common Share	16.31	15.55	16.31	15.55
Tangible Book Value per Common Share[2]	13.53	12.75	13.53	12.75
Market Value	23.97	19.10	23.97	19.10
Financial Ratios				
Return on Average Equity[1]	10.48%	10.05%	10.24%	9.97%
Return on Average Tangible Common Equity[1,2]	12.67%	12.29%	12.33%	12.18%
Return on Average Assets[1]	1.15%	1.11%	1.12%	1.09%
Average Equity to Average Assets	10.94%	11.05%	10.99%	10.88%
Average Tangible Equity to Average Assets[2]	9.06%	9.03%	9.12%	8.92%
Net Interest Margin Tax-Equivalent[1,2]	3.08%	3.09%	2.98%	3.11%
Dividend Payout Ratio	53.13%	55.56%	53.49%	56.41%
Allowance for Loan Losses/Total Loans	1.00%	1.00%	1.00%	1.00%
Non-Performing Loans to Total Loans	0.69%	0.83%	0.69%	0.83%
Non-Performing Assets to Total Assets	0.49%	0.65%	0.49%	0.65%
Efficiency Ratio[2]	50.19%	53.76%	50.25%	53.88%
At Period End				
Total Assets	$1,635,088	$1,539,672	$1,635,088	$1,539,672
Total Loans	1,028,992	963,151	1,028,992	963,151
Total Investment Securities	485,111	475,167	485,111	475,167
Total Deposits	1,173,749	1,058,365	1,173,749	1,058,365
Total Shareholders' Equity	175,994	167,141	175,994	167,141

[1]Annualized using a 366-day basis for 2016 and a 365-day basis for 2015.
[2]These ratios use non-GAAP financial measures. See Management's Discussion and Analysis of Financial Condition and Results of Operations for additional disclosures and information.

Item 1 – Financial Statements

Report of Independent Registered Public Accounting Firm

The Board of Directors and Shareholders
The First Bancorp, Inc.

We have reviewed the accompanying interim consolidated financial information of The First Bancorp, Inc. and Subsidiary as of September 30, 2016 and 2015 and for the three-month and nine-month periods then ended. These financial statements are the responsibility of the Company's management.

We conducted our reviews in accordance with standards of the Public Company Accounting Oversight Board (United States). A review of interim financial information consists principally of applying analytical procedures to financial data and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit in accordance with standards of the Public Company Accounting Oversight Board (United States), the objective of which is to express an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying interim consolidated financial statements for them to be in conformity with accounting principles generally accepted in the United States of America.

/s/ Berry Dunn McNeil & Parker, LLC
Bangor, Maine
November 9, 2016

Consolidated Balance Sheets (Unaudited)
The First Bancorp, Inc. and Subsidiary

	September 30, 2016	December 31, 2015	September 30, 2015
Assets			
Cash and cash equivalents	$23,456,000	$14,299,000	$19,169,000
Interest bearing deposits in other banks	15,098,000	4,013,000	301,000
Securities available for sale	282,293,000	223,039,000	215,933,000
Securities to be held to maturity (fair value of $195,797,000 at September 30, 2016, $243,123,000 at December 31, 2015 and $248,344,000 at September 30, 2015)	188,770,000	240,023,000	245,322,000
Restricted equity securities, at cost	14,048,000	14,257,000	13,912,000
Loans held for sale	1,228,000	349,000	200,000
Loans	1,028,992,000	988,638,000	963,151,000
Less allowance for loan losses	10,298,000	9,916,000	9,677,000
Net loans	1,018,694,000	978,722,000	953,474,000
Accrued interest receivable	5,079,000	4,912,000	5,189,000
Premises and equipment, net	21,779,000	21,816,000	21,704,000
Other real estate owned	855,000	1,532,000	1,916,000
Goodwill	29,805,000	29,805,000	29,805,000
Other assets	33,983,000	32,043,000	32,747,000
Total assets	$1,635,088,000	$1,564,810,000	$1,539,672,000
Liabilities			
Demand deposits	$158,476,000	$130,566,000	$128,555,000
NOW deposits	295,708,000	242,638,000	246,155,000
Money market deposits	76,685,000	92,994,000	95,217,000
Savings deposits	218,425,000	206,009,000	199,131,000
Certificates of deposit	424,455,000	370,982,000	389,307,000
Total deposits	1,173,749,000	1,043,189,000	1,058,365,000
Borrowed funds – short term	137,970,000	222,323,000	152,233,000
Borrowed funds – long term	130,128,000	115,134,000	145,136,000
Other liabilities	17,247,000	16,666,000	16,797,000
Total liabilities	1,459,094,000	1,397,312,000	1,372,531,000
Shareholders' equity			
Common stock, one cent par value per share	108,000	108,000	107,000
Additional paid-in capital	60,500,000	59,862,000	59,667,000
Retained earnings	112,900,000	106,673,000	105,273,000
Accumulated other comprehensive income (loss)			
Net unrealized gain on securities available for sale	2,708,000	1,123,000	2,318,000
Net unrealized loss on securities transferred from available for sale to held to maturity	(124,000)	(112,000)	(99,000)
Net unrealized gain on cash flow hedging derivative instruments	58,000	—	—
Net unrealized loss on postretirement benefit costs	(156,000)	(156,000)	(125,000)
Total shareholders' equity	175,994,000	167,498,000	167,141,000
Total liabilities & shareholders' equity	$1,635,088,000	$1,564,810,000	$1,539,672,000
Common Stock			
Number of shares authorized	18,000,000	18,000,000	18,000,000
Number of shares issued and outstanding	10,788,329	10,753,855	10,747,495

Book value per common share	$16.31	$15.58	$15.55
Tangible book value per common share	$13.53	$12.78	$12.75

See Report of Independent Registered Public Accounting Firm. The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Income and Comprehensive Income (Unaudited)
The First Bancorp, Inc. and Subsidiary

	For the nine months ended September 30,		For the quarter ended September 30,	
	2016	2015	2016	2015
Interest income				
Interest and fees on loans (includes year-to-date tax-exempt income of $487,000 in 2016 and $434,000 in September 30, 2015)	$29,759,000	$27,247,000	$10,021,000	$9,235,000
Interest on deposits with other banks	17,000	16,000	9,000	3,000
Interest and dividends on investments (includes year-to-date tax-exempt income of $3,761,000 in 2016 and $3,891,000 in 2015)	10,383,000	10,509,000	3,253,000	3,595,000
Total interest income	40,159,000	37,772,000	13,283,000	12,833,000
Interest expense				
Interest on deposits	4,382,000	3,995,000	1,538,000	1,236,000
Interest on borrowed funds	3,568,000	3,486,000	1,216,000	1,086,000
Total interest expense	7,950,000	7,481,000	2,754,000	2,322,000
Net interest income	32,209,000	30,291,000	10,529,000	10,511,000
Provision for loan losses	1,125,000	1,100,000	375,000	200,000
Net interest income after provision for loan losses	31,084,000	29,191,000	10,154,000	10,311,000
Non-interest income				
Investment management and fiduciary income	1,805,000	1,706,000	591,000	548,000
Service charges on deposit accounts	1,711,000	1,801,000	528,000	564,000
Net securities gains	668,000	1,396,000	137,000	1,000
Mortgage origination and servicing income, net of amortization	1,534,000	1,093,000	896,000	388,000
Other operating income	3,721,000	3,471,000	1,317,000	1,474,000
Total non-interest income	9,439,000	9,467,000	3,469,000	2,975,000
Non-interest expense				
Salaries and employee benefits	11,136,000	10,944,000	3,931,000	3,784,000
Occupancy expense	1,735,000	1,772,000	589,000	556,000
Furniture and equipment expense	2,416,000	2,324,000	819,000	772,000
FDIC insurance premiums	631,000	667,000	210,000	221,000
Amortization of identified intangibles	32,000	47,000	10,000	11,000
Other operating expense	5,900,000	6,198,000	1,846,000	2,363,000
Total non-interest expense	21,850,000	21,952,000	7,405,000	7,707,000
Income before income taxes	18,673,000	16,706,000	6,218,000	5,579,000
Income tax expense	4,984,000	4,269,000	1,656,000	1,391,000
NET INCOME	$13,689,000	$12,437,000	$4,562,000	$4,188,000
Basic earnings per common share	$1.28	$1.17	$0.43	$0.39
Diluted earnings per common share	$1.27	$1.16	$0.42	$0.39
Other comprehensive income (loss) net of tax				
Net unrealized gain (loss) on securities available for sale	1,585,000	(204,000)	(1,292,000)	1,330,000
Net unrealized gain (loss) on securities transferred from available for sale to held to maturity, net of amortization	(12,000)	(51,000)	9,000	(15,000)
Net unrealized gain on cash flow hedging derivative instruments	58,000	—	193,000	—
Other comprehensive income (loss)	1,631,000	(255,000)	(1,090,000)	1,315,000

Comprehensive income	$15,320,000	$12,182,000	$3,472,000	$5,503,000

See Report of Independent Registered Public Accounting Firm.
The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Changes in Shareholders' Equity (Unaudited)
The First Bancorp, Inc. and Subsidiary

	Common stock and additional paid-in capital		Retained earnings	Accumulated other comprehensive income	Total shareholders' equity
	Shares	Amount			
Balance at December 31, 2014	10,724,359	$59,389,000	$99,816,000	$ 2,349,000	$161,554,000
Net income	—	—	12,437,000	—	12,437,000
Net unrealized loss on securities available for sale, net of tax	—	—	—	(204,000)	(204,000)
Net unrealized loss on securities transferred from available for sale to held to maturity, net of tax	—	—	—	(51,000)	(51,000)
Comprehensive income	—	—	12,437,000	(255,000)	12,182,000
Cash dividends declared ($0.65 per share)	—	—	(6,980,000)	—	(6,980,000)
Equity compensation expense	—	222,000	—	—	222,000
Payment to repurchase common stock	(10,138)	(180,000)	—	—	(180,000)
Issuance of restricted stock	13,650	—	—	—	—
Proceeds from sale of common stock	19,624	343,000	—	—	343,000
Balance at September 30, 2015	10,747,495	$59,774,000	$105,273,000	$ 2,094,000	$167,141,000
Balance at December 31, 2015	10,753,855	$59,970,000	$106,673,000	$ 855,000	$167,498,000
Net income	—	—	13,689,000	—	13,689,000
Net unrealized gain on securities available for sale, net of tax	—	—	—	1,585,000	1,585,000
Net unrealized gain on cash flow hedging derivative instruments	—	—	—	58,000	58,000
Net unrealized loss on securities transferred from available for sale to held to maturity, net of tax	—	—	—	(12,000)	(12,000)
Comprehensive income	—	—	13,689,000	1,631,000	15,320,000
Cash dividends declared ($0.68 per share)	—	—	(7,333,000)	—	(7,333,000)
Equity compensation expense	—	215,000	—	—	215,000
Payment to repurchase common stock	(7,053)	—	(129,000)	—	(129,000)
Tax benefit from vesting of restricted stock	—	32,000	—	—	32,000
Issuance of restricted stock	21,847	—	—	—	—
Proceeds from sale of common stock	19,680	391,000	—	—	391,000
Balance at September 30, 2016	10,788,329	$60,608,000	$112,900,000	$ 2,486,000	$175,994,000

See Report of Independent Registered Public Accounting Firm.
The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Cash Flows (Unaudited)
The First Bancorp, Inc. and Subsidiary

	For the nine months ended September 30, 2016	September 30, 2015
Cash flows from operating activities		
Net income	$13,689,000	$12,437,000
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation	1,302,000	1,276,000
Change in deferred taxes	(237,000)	334,000
Provision for loan losses	1,125,000	1,100,000
Loans originated for resale	(37,790,000)	(23,504,000)
Proceeds from sales and transfers of loans	37,765,000	23,794,000
Net gain on sales of loans	(854,000)	(490,000)
Net gain on sale or call of securities	(668,000)	(1,396,000)
Net amortization of premiums on investments	1,668,000	634,000
Net (gain) loss on sale of other real estate owned	(168,000)	2,000
Provision for losses on other real estate owned	89,000	236,000
Equity compensation expense	215,000	222,000
Tax benefit from vesting of restricted stock	32,000	—
Net increase in other assets and accrued interest	(2,115,000)	(1,486,000)
Net (decrease) increase in other liabilities	(159,000)	978,000
Amortization of investment in limited partnership	146,000	199,000
Net acquisition amortization	32,000	47,000
Net cash provided by operating activities	14,072,000	14,383,000
Cash flows from investing activities		
(Increase) decrease in interest-bearing deposits in other banks	(11,085,000)	3,258,000
Proceeds from sales of securities available for sale	10,305,000	35,466,000
Proceeds from maturities, payments and calls of securities available for sale	49,088,000	25,481,000
Proceeds from maturities, payments and calls of securities to be held to maturity	82,900,000	36,367,000
Proceeds from sales of other real estate owned	1,340,000	2,587,000
Purchases of securities available for sale	(117,307,000)	(91,297,000)
Purchases of securities to be held to maturity	(31,549,000)	(5,644,000)
Investment in bank-owned life insurance	—	(10,000,000)
Redemption of restricted equity securities	209,000	—
Net increase in loans	(41,681,000)	(48,310,000)
Capital expenditures	(1,265,000)	(371,000)
Proceeds from disposal of premises and equipment	—	10,000
Net cash used by investing activities	(59,045,000)	(52,453,000)
Cash flows from financing activities		
Net increase in demand, savings, and money market accounts	77,087,000	91,740,000
Net increase (decrease) in certificates of deposit	53,473,000	(58,194,000)
Net (decrease) increase in short-term borrowings	(104,359,000)	2,453,000
Advances on long-term borrowings	35,000,000	55,000,000
Repayment on long-term borrowings	—	(40,000,000)
Payment to repurchase common stock	(129,000)	(180,000)
Proceeds from sale of common stock	391,000	343,000
Dividends paid	(7,333,000)	(6,980,000)
Net cash provided by financing activities	54,130,000	44,182,000

Net increase in cash and cash equivalents	9,157,000	6,112,000
Cash and cash equivalents at beginning of period	14,299,000	13,057,000
Cash and cash equivalents at end of period	$23,456,000	$19,169,000
Interest paid	$7,877,000	$7,564,000
Income taxes paid	4,682,000	2,915,000
Non-cash transactions		
Net transfer from loans to other real estate owned	$584,000	$956,000

Notes to Consolidated Financial Statements
The First Bancorp, Inc. and Subsidiary

Note 1 – Basis of Presentation
The First Bancorp, Inc. ("the Company") is a financial holding company that owns all of the common stock of First National Bank ("the Bank"). The accompanying unaudited consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of Management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. All significant intercompany transactions and balances are eliminated in consolidation. The income reported for the 2016 period is not necessarily indicative of the results that may be expected for the year ending December 31, 2016. For further information, refer to the consolidated financial statements and notes included in the Company's annual report on Form 10-K for the year ended December 31, 2015.
Subsequent Events
Events occurring subsequent to September 30, 2016, have been evaluated as to their potential impact to the financial statements.

Note 2 – Investment Securities
The following table summarizes the amortized cost and estimated fair value of investment securities at September 30, 2016:

	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value (Estimated)
Securities available for sale				
Mortgage-backed securities	$258,179,000	$3,848,000	$(513,000)	$261,514,000
State and political subdivisions	16,689,000	795,000	—	17,484,000
Other equity securities	3,258,000	55,000	(18,000)	3,295,000
	$278,126,000	$4,698,000	$(531,000)	$282,293,000
Securities to be held to maturity				
U.S. Government-sponsored agencies	$891,000	$15,000	$—	$906,000
Mortgage-backed securities	34,186,000	1,386,000	(34,000)	35,538,000
State and political subdivisions	149,393,000	5,830,000	(170,000)	155,053,000
Corporate securities	4,300,000	—	—	4,300,000
	$188,770,000	$7,231,000	$(204,000)	$195,797,000
Restricted equity securities				
Federal Home Loan Bank Stock	$13,011,000	$—	$—	$13,011,000
Federal Reserve Bank Stock	1,037,000	—	—	1,037,000
	$14,048,000	$—	$—	$14,048,000

The following table summarizes the amortized cost and estimated fair value of investment securities at December 31, 2015:

	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value (Estimated)
Securities available for sale				
Mortgage-backed securities	$194,563,000	$1,509,000	$(962,000)	$195,110,000
State and political subdivisions	23,367,000	1,201,000	(62,000)	24,506,000
Other equity securities	3,381,000	48,000	(6,000)	3,423,000
	$221,311,000	$2,758,000	$(1,030,000)	$223,039,000
Securities to be held to maturity				
U.S. Government-sponsored agencies	$71,000,000	$40,000	$(2,284,000)	$68,756,000
Mortgage-backed securities	42,193,000	1,305,000	(136,000)	43,362,000
State and political subdivisions	122,530,000	4,200,000	(25,000)	126,705,000
Corporate securities	4,300,000	—	—	4,300,000
	$240,023,000	$5,545,000	$(2,445,000)	$243,123,000
Restricted equity securities				
Federal Home Loan Bank Stock	$13,220,000	$—	$—	$13,220,000
Federal Reserve Bank Stock	1,037,000	—	—	1,037,000
	$14,257,000	$—	$—	$14,257,000

The following table summarizes the amortized cost and estimated fair value of investment securities at September 30, 2015:

	Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value (Estimated)
Securities available for sale				
Mortgage-backed securities	$184,865,000	$2,921,000	$(276,000)	$187,510,000
State and political subdivisions	24,372,000	1,104,000	(186,000)	25,290,000
Other equity securities	3,129,000	40,000	(36,000)	3,133,000
	$212,366,000	$4,065,000	$(498,000)	$215,933,000
Securities to be held to maturity				
U.S. Government-sponsored agencies	$75,991,000	$22,000	$(1,571,000)	$74,442,000
Mortgage-backed securities	45,287,000	1,744,000	(53,000)	46,978,000
State and political subdivisions	123,744,000	3,031,000	(151,000)	126,624,000
Corporate securities	300,000	—	—	300,000
	$245,322,000	$4,797,000	$(1,775,000)	$248,344,000
Restricted equity securities				
Federal Home Loan Bank Stock	$12,875,000	$—	$—	$12,875,000
Federal Reserve Bank Stock	1,037,000	—	—	1,037,000
	$13,912,000	$—	$—	$13,912,000

The following table summarizes the contractual maturities of investment securities at September 30, 2016:

	Securities available for sale		Securities to be held to maturity	
	Amortized Cost	Fair Value (Estimated)	Amortized Cost	Fair Value (Estimated)
Due in 1 year or less	$973,000	$974,000	$1,772,000	$1,783,000
Due in 1 to 5 years	3,020,000	3,106,000	13,428,000	13,782,000
Due in 5 to 10 years	22,843,000	23,503,000	39,832,000	41,423,000
Due after 10 years	248,032,000	251,415,000	133,738,000	138,809,000
Equity securities	3,258,000	3,295,000	—	—
	$278,126,000	$282,293,000	$188,770,000	$195,797,000

The following table summarizes the contractual maturities of investment securities at December 31, 2015:

	Securities available for sale		Securities to be held to maturity	
	Amortized Cost	Fair Value (Estimated)	Amortized Cost	Fair Value (Estimated)
Due in 1 year or less	$527,000	$530,000	$1,814,000	$1,850,000
Due in 1 to 5 years	7,562,000	7,727,000	6,306,000	6,514,000
Due in 5 to 10 years	19,647,000	20,055,000	58,397,000	60,196,000
Due after 10 years	190,194,000	191,304,000	173,506,000	174,563,000
Equity securities	3,381,000	3,423,000	—	—
	$221,311,000	$223,039,000	$240,023,000	$243,123,000

The following table summarizes the contractual maturities of investment securities at September 30, 2015:

	Securities available for sale		Securities to be held to maturity	
	Amortized Cost	Fair Value (Estimated)	Amortized Cost	Fair Value (Estimated)
Due in 1 year or less	$926,000	$937,000	$1,362,000	$1,378,000
Due in 1 to 5 years	8,867,000	9,077,000	6,861,000	7,140,000
Due in 5 to 10 years	9,459,000	9,872,000	49,095,000	50,778,000
Due after 10 years	189,985,000	192,914,000	188,004,000	189,048,000
Equity securities	3,129,000	3,133,000	—	—
	$212,366,000	$215,933,000	$245,322,000	$248,344,000

At September 30, 2016, securities with a fair value of $249,162,000 were pledged to secure public deposits, repurchase agreements, and for other purposes as required by law. This compares to securities with a fair value of $201,879,000 as of December 31, 2015 and $221,072,000 at September 30, 2015, pledged for the same purposes.

Gains and losses on the sale of securities available for sale are computed by subtracting the amortized cost at the time of sale from the security's selling price, net of accrued interest to be received. The following table shows securities gains and losses for the nine months and quarters ended September 30, 2016 and 2015:

	For the nine months ended September 30,		For the quarter ended September 30,	
	2016	2015	2016	2015
Proceeds from sales of securities	$10,305,000	$35,466,000	$1,351,000	$1,000
Gross realized gains	668,000	1,396,000	137,000	1,000
Gross realized losses	—	—	—	—
Net gain	$668,000	$1,396,000	$137,000	$1,000

Related income taxes	$234,000	$489,000	$48,000	$—

Management reviews securities with unrealized losses for other than temporary impairment. As of September 30, 2016, there were 71 securities with unrealized losses held in the Company's portfolio. These securities were temporarily impaired as a result of changes in interest rates reducing their fair value, of which 13 had been temporarily impaired for 12 months or more. At the present time, there have been no material changes in the credit quality of these securities resulting in other than temporary impairment, and in Management's opinion, no additional write-down for other-than-temporary impairment is warranted. Information regarding securities temporarily impaired as of September 30, 2016 is summarized below:

	Less than 12 months		12 months or more		Total	
	Fair Value (Estimated)	Unrealized Losses	Fair Value (Estimated)	Unrealized Losses	Fair Value (Estimated)	Unrealized Losses
Mortgage-backed securities	$79,118,000	$(468,000)	$2,407,000	$(79,000)	$81,525,000	$(547,000)
State and political subdivisions	13,666,000	(170,000)	—	—	13,666,000	(170,000)
Other equity securities	10,000	(2,000)	107,000	(16,000)	117,000	(18,000)
	$92,794,000	$(640,000)	$2,514,000	$(95,000)	$95,308,000	$(735,000)

As of December 31, 2015, there were 78 securities with unrealized losses held in the Company's portfolio. These securities were temporarily impaired as a result of changes in interest rates reducing their fair value, of which 15 had been temporarily impaired for 12 months or more. Information regarding securities temporarily impaired as of December 31, 2015 is summarized below:

	Less than 12 months		12 months or more		Total	
	Fair Value (Estimated)	Unrealized Losses	Fair Value (Estimated)	Unrealized Losses	Fair Value (Estimated)	Unrealized Losses
U.S. Government-sponsored agencies	$45,311,000	$(1,469,000)	$17,185,000	$(815,000)	$62,496,000	$(2,284,000)
Mortgage-backed securities	120,915,000	(1,027,000)	910,000	(71,000)	121,825,000	(1,098,000)
State and political subdivisions	2,528,000	(24,000)	2,901,000	(63,000)	5,429,000	(87,000)
Other equity securities	64,000	(5,000)	52,000	(1,000)	116,000	(6,000)
	$168,818,000	$(2,525,000)	$21,048,000	$(950,000)	$189,866,000	$(3,475,000)

As of September 30, 2015, there were 88 securities with unrealized losses held in the Company's portfolio. These securities were temporarily impaired as a result of changes in interest rates reducing their fair value, of which 14 had been temporarily impaired for 12 months or more. Information regarding securities temporarily impaired as of September 30, 2015 is summarized below:

	Less than 12 months		12 months or more		Total	
	Fair Value (Estimated)	Unrealized Losses	Fair Value (Estimated)	Unrealized Losses	Fair Value (Estimated)	Unrealized Losses
U.S. Government-sponsored agencies	$46,621,000	$(1,015,000)	$17,444,000	$(556,000)	$64,065,000	$(1,571,000)
Mortgage-backed securities	30,713,000	(266,000)	989,000	(63,000)	31,702,000	(329,000)
State and political subdivisions	14,417,000	(207,000)	2,374,000	(130,000)	16,791,000	(337,000)
Other equity securities	264,000	(34,000)	51,000	(2,000)	315,000	(36,000)
	$92,015,000	$(1,522,000)	$20,858,000	$(751,000)	$112,873,000	$(2,273,000)

During the third quarter of 2014, the Company transferred securities with a total amortized cost of $89,780,000 with a corresponding fair value of $89,757,000 from available for sale to held to maturity. The net unrealized loss, net of taxes, on these securities at the date of the transfer was $15,000. The net unrealized holding loss at the time of transfer continues to be reported in accumulated other comprehensive income (loss), net of tax and is amortized over the remaining lives of the securities as an adjustment of the yield. The amortization of the net unrealized loss reported in accumulated other comprehensive income (loss) will offset the effect on interest income of the discount for the transferred securities. The

remaining unamortized balance of the net unrealized losses for the securities transferred from available for sale to held to maturity was $124,000 at September 30, 2016. These securities were transferred as a part of the Company's overall investment and balance sheet strategies.
The Bank is a member of the Federal Home Loan Bank ("FHLB") of Boston, a cooperatively owned wholesale bank for housing and finance in the six New England States. As a requirement of membership in the FHLB, the Bank must own a minimum required amount of FHLB stock, calculated periodically based primarily on its level of borrowings from the FHLB. The Bank uses the FHLB for much of its wholesale funding needs. As of September 30, 2016 and 2015, and December 31, 2015, the Bank's investment in FHLB stock totaled $13,011,000, $12,875,000 and $13,220,000, respectively. FHLB stock is a non-marketable equity security and therefore is reported at cost, which equals par value. The Company periodically evaluates its investment in FHLB stock for impairment based on, among other factors, the capital adequacy of the FHLB and its overall financial condition. No impairment losses have been recorded through September 30, 2016. The Bank will continue to monitor its investment in FHLB stock.
Note 3 – Loans
The following table shows the composition of the Company's loan portfolio as of September 30, 2016 and 2015 and at December 31, 2015:

	September 30, 2016		December 31, 2015		September 30, 2015	
Commercial						
Real estate	$297,808,000	28.9 %	$269,462,000	27.3 %	$268,741,000	27.9 %
Construction	18,828,000	1.8 %	24,881,000	2.5 %	23,624,000	2.5 %
Other	131,198,000	12.8 %	128,341,000	13.0 %	119,097,000	12.4 %
Municipal	26,153,000	2.5 %	19,751,000	2.0 %	21,377,000	2.2 %
Residential						
Term	403,159,000	39.2 %	403,030,000	40.7 %	385,145,000	39.9 %
Construction	14,269,000	1.4 %	8,451,000	0.9 %	12,029,000	1.2 %
Home equity line of credit	111,994,000	10.9 %	110,202,000	11.1 %	109,390,000	11.4 %
Consumer	25,583,000	2.5 %	24,520,000	2.5 %	23,748,000	2.5 %
Total	$1,028,992,000	100.0%	$988,638,000	100.0%	$963,151,000	100.0%

Loan balances include net deferred loan costs of $4,648,000 as of September 30, 2016, $3,686,000 as of December 31, 2015, and $3,452,000 as of September 30, 2015. Pursuant to collateral agreements, qualifying first mortgage loans, which totaled $262,001,000 at September 30, 2016, $279,463,000 at December 31, 2015, and $281,925,000 at September 30, 2015, were used to collateralize borrowings from the FHLB. In addition, commercial, construction and home equity loans totaling $261,416,000 at September 30, 2016, $243,578,000 at December 31, 2015, and $251,937,000 at September 30, 2015, were used to collateralize a standby line of credit at the Federal Reserve Bank of Boston that is currently unused.
For all loan classes, loans over 30 days past due are considered delinquent. Information on the past-due status of loans by class of financing receivable as of September 30, 2016, is presented in the following table:

	30-59 Days Past Due	60-89 Days Past Due	90+ Days Past Due	All Past Due	Current	Total	90+ Days & Accruing
Commercial							
Real estate	$—	$385,000	$1,101,000	$1,486,000	$296,322,000	$297,808,000	$ —
Construction	—	—	—	—	18,828,000	18,828,000	—
Other	573,000	18,000	53,000	644,000	130,554,000	131,198,000	—
Municipal	—	—	—	—	26,153,000	26,153,000	—
Residential							
Term	414,000	3,896,000	1,925,000	6,235,000	396,924,000	403,159,000	—
Construction	—	—	—	—	14,269,000	14,269,000	—
	310,000	49,000	708,000	1,067,000	110,927,000	111,994,000	—

Home equity line of credit							
Consumer	124,000	124,000	62,000	310,000	25,273,000	25,583,000	7,000
Total	$1,421,000	$4,472,000	$3,849,000	$9,742,000	$1,019,250,000	$1,028,992,000	$ 7,000

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Information on the past-due status of loans by class of financing receivable as of December 31, 2015, is presented in the following table:

	30-59 Days Past Due	60-89 Days Past Due	90+ Days Past Due	All Past Due	Current	Total	90+ Days & Accruing
Commercial							
Real estate	$603,000	$—	$281,000	$884,000	$268,578,000	$269,462,000	$—
Construction	35,000	—	238,000	273,000	24,608,000	24,881,000	—
Other	303,000	—	25,000	328,000	128,013,000	128,341,000	25,000
Municipal	—	—	—	—	19,751,000	19,751,000	—
Residential							
Term	450,000	2,098,000	2,639,000	5,187,000	397,843,000	403,030,000	100,000
Construction	368,000	—	—	368,000	8,083,000	8,451,000	—
Home equity line of credit	261,000	255,000	592,000	1,108,000	109,094,000	110,202,000	—
Consumer	102,000	26,000	11,000	139,000	24,381,000	24,520,000	11,000
Total	$2,122,000	$2,379,000	$3,786,000	$8,287,000	$980,351,000	$988,638,000	$136,000

Information on the past-due status of loans by class of financing receivable as of September 30, 2015, is presented in the following table:

	30-59 Days Past Due	60-89 Days Past Due	90+ Days Past Due	All Past Due	Current	Total	90+ Days & Accruing
Commercial							
Real estate	$193,000	$863,000	$—	$1,056,000	$267,685,000	$268,741,000	$—
Construction	—	31,000	208,000	239,000	23,385,000	23,624,000	—
Other	10,000	—	—	10,000	119,087,000	119,097,000	—
Municipal	—	—	—	—	21,377,000	21,377,000	—
Residential							
Term	982,000	3,012,000	2,956,000	6,950,000	378,195,000	385,145,000	—
Construction	—	—	—	—	12,029,000	12,029,000	—
Home equity line of credit	577,000	—	618,000	1,195,000	108,195,000	109,390,000	—
Consumer	146,000	52,000	110,000	308,000	23,440,000	23,748,000	109,000
Total	$1,908,000	$3,958,000	$3,892,000	$9,758,000	$953,393,000	$963,151,000	$109,000

For all classes, loans are placed on non-accrual status when, based on current information and events, it is probable that the Company will be unable to collect all amounts due according to the contractual terms of the loan agreement or when principal and interest is 90 days or more past due unless the loan is both well secured and in the process of collection (in which case the loan may continue to accrue interest in spite of its past due status). A loan is "well secured" if it is secured (1) by collateral in the form of liens on or pledges of real or personal property, including securities, that have a realizable value sufficient to discharge the debt (including accrued interest) in full, or (2) by the guarantee of a financially responsible party. A loan is "in the process of collection" if collection of the loan is proceeding in due course either (1) through legal action, including judgment enforcement procedures, or, (2) in appropriate circumstances, through collection efforts not involving legal action which are reasonably expected to result in repayment of the debt or in its restoration to a current status in the near future.

Cash payments received on non-accrual loans, which are included in impaired loans, are applied to reduce the loan's principal balance until the remaining principal balance is deemed collectible, after which interest is recognized when collected. As a general rule, a loan may be restored to accrual status when payments are current for a substantial period of time, generally six months, and repayment of the remaining contractual amounts is expected or when it otherwise becomes well secured and in the process of collection. Information on nonaccrual loans as of September 30, 2016 and 2015 and at December 31, 2015 is presented in the following table:

	September 30, 2016	December 31, 2015	September 30, 2015
Commercial			
Real estate	$ 1,222,000	$ 915,000	$ 1,220,000
Construction	—	238,000	208,000
Other	412,000	66,000	114,000
Municipal	—	—	—
Residential			
Term	4,475,000	5,260,000	5,491,000
Construction	—	—	—
Home equity line of credit	851,000	893,000	948,000
Consumer	170,000	—	—
Total	$ 7,130,000	$ 7,372,000	$ 7,981,000

Impaired loans include troubled debt restructured and loans placed on non-accrual. These loans are measured at the present value of expected future cash flows discounted at the loan's effective interest rate or at the fair value of the collateral if the loan is collateral dependent. If the measure of an impaired loan is lower than the recorded investment in the loan and estimated selling costs, a specific reserve is established for the difference, or, in certain situations, if the measure of an impaired loan is lower than the recorded investment in the loan and estimated selling costs, the difference is written off.

A breakdown of impaired loans by class of financing receivable as of and for the period ended September 30, 2016 is presented in the following table:

				For the nine months ended September 30, 2016		For the quarter ended September 30, 2016	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Recognized Interest Income	Average Recorded Investment	Recognized Interest Income
With No Related Allowance							
Commercial							
Real estate	$5,530,000	$5,601,000	$—	$6,559,000	$186,000	$5,540,000	$41,000
Construction	—	—	—	43,000	1,000	10,000	—
Other	754,000	801,000	—	1,016,000	33,000	883,000	12,000
Municipal	—	—	—	—	—	—	—
Residential							
Term	11,675,000	12,830,000	—	10,830,000	340,000	11,183,000	131,000
Construction	—	—	—	—	—	—	—
Home equity line of credit	1,334,000	1,705,000	—	1,171,000	26,000	1,080,000	13,000
Consumer	55,000	96,000	—	6,000	3,000	18,000	3,000
	$19,348,000	$21,033,000	$—	$19,625,000	$589,000	$18,714,000	$200,000
With an Allowance Recorded							
Commercial							
Real estate	$4,912,000	$5,094,000	$381,000	$3,940,000	$130,000	$4,899,000	$59,000
Construction	788,000	788,000	99,000	834,000	27,000	788,000	9,000
Other	500,000	503,000	68,000	312,000	21,000	519,000	9,000
Municipal	—	—	—	—	—	—	—
Residential							
Term	2,456,000	2,667,000	318,000	3,529,000	79,000	2,929,000	13,000
Construction	—	—	—	—	—	—	—
Home equity line of credit	66,000	68,000	32,000	75,000	1,000	80,000	—
Consumer	115,000	115,000	51,000	51,000	2,000	115,000	2,000
	$8,837,000	$9,235,000	$949,000	$8,741,000	$260,000	$9,330,000	$92,000
Total							
Commercial							
Real estate	$10,442,000	$10,695,000	$381,000	$10,499,000	$316,000	$10,439,000	$100,000
Construction	788,000	788,000	99,000	877,000	28,000	798,000	9,000
Other	1,254,000	1,304,000	68,000	1,328,000	54,000	1,402,000	21,000
Municipal	—	—	—	—	—	—	—
Residential							
Term	14,131,000	15,497,000	318,000	14,359,000	419,000	14,112,000	144,000
Construction	—	—	—	—	—	—	—
Home equity line of credit	1,400,000	1,773,000	32,000	1,246,000	27,000	1,160,000	13,000
Consumer	170,000	211,000	51,000	57,000	5,000	133,000	5,000
	$28,185,000	$30,268,000	$949,000	$28,366,000	$849,000	$28,044,000	$292,000

Substantially all interest income recognized on impaired loans for all classes of financing receivables was recognized on a cash basis as received.

A breakdown of impaired loans by class of financing receivable as of and for the year ended December 31, 2015 is presented in the following table:

	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Recognized Interest Income
With No Related Allowance					
Commercial					
Real estate	$7,173,000	$7,496,000	$—	$8,990,000	$301,000
Construction	30,000	30,000	—	3,000	1,000
Other	1,163,000	1,210,000	—	1,893,000	76,000
Municipal	—	—	—	—	—
Residential					
Term	11,122,000	12,157,000	—	10,480,000	415,000
Construction	—	—	—	—	—
Home equity line of credit	1,401,000	2,054,000	—	1,400,000	43,000
Consumer	—	—	—	42,000	3,000
	$20,889,000	$22,947,000	$—	$22,808,000	$839,000
With an Allowance Recorded					
Commercial					
Real estate	$3,544,000	$3,627,000	$ 89,000	$3,066,000	$149,000
Construction	996,000	996,000	302,000	1,153,000	44,000
Other	71,000	77,000	8,000	256,000	5,000
Municipal	—	—	—	—	—
Residential					
Term	3,966,000	4,193,000	326,000	5,228,000	180,000
Construction	—	—	—	—	—
Home equity line of credit	65,000	66,000	29,000	187,000	3,000
Consumer	—	—	—	—	—
	$8,642,000	$8,959,000	$ 754,000	$9,890,000	$381,000
Total					
Commercial					
Real estate	$10,717,000	$11,123,000	$ 89,000	$12,056,000	$450,000
Construction	1,026,000	1,026,000	302,000	1,156,000	45,000
Other	1,234,000	1,287,000	8,000	2,149,000	81,000
Municipal	—	—	—	—	—
Residential					
Term	15,088,000	16,350,000	326,000	15,708,000	595,000
Construction	—	—	—	—	—
Home equity line of credit	1,466,000	2,120,000	29,000	1,587,000	46,000
Consumer	—	—	—	42,000	3,000
	$29,531,000	$31,906,000	$ 754,000	$32,698,000	$1,220,000

A breakdown of impaired loans by class of financing receivable as of and for the period ended September 30, 2015 is presented in the following table:

				For the nine months ended September 30, 2015		For the quarter ended September 30, 2015	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Recognized Interest Income	Average Recorded Investment	Recognized Interest Income
With No Related Allowance							
Commercial							
Real estate	$7,976,000	$8,444,000	$—	$9,410,000	$247,000	$8,310,000	$65,000
Construction	—	—	—	—	—	—	—
Other	1,660,000	1,728,000	—	2,077,000	76,000	1,698,000	34,000
Municipal	—	—	—	—	—	—	—
Residential							
Term	10,096,000	11,006,000	—	10,482,000	268,000	9,852,000	95,000
Construction	—	—	—	—	—	—	—
Home equity line of credit	1,484,000	2,135,000	—	1,383,000	36,000	1,498,000	21,000
Consumer	—	—	—	56,000	3,000	62,000	—
	$21,216,000	$23,313,000	$—	$23,408,000	$630,000	$21,420,000	$215,000
With an Allowance Recorded							
Commercial							
Real estate	$3,252,000	$3,332,000	$71,000	$2,969,000	$108,000	$3,294,000	$37,000
Construction	996,000	996,000	282,000	1,206,000	38,000	996,000	13,000
Other	76,000	83,000	8,000	317,000	4,000	152,000	—
Municipal	—	—	—	—	—	—	—
Residential							
Term	5,180,000	5,485,000	435,000	5,375,000	166,000	5,429,000	46,000
Construction	—	—	—	—	—	—	—
Home equity line of credit	66,000	67,000	30,000	227,000	2,000	67,000	—
Consumer	—	—	—	—	—	—	—
	$9,570,000	$9,963,000	$826,000	$10,094,000	$318,000	$9,938,000	$96,000
Total							
Commercial							
Real estate	$11,228,000	$11,776,000	$71,000	$12,379,000	$355,000	$11,604,000	$102,000
Construction	996,000	996,000	282,000	1,206,000	38,000	996,000	13,000
Other	1,736,000	1,811,000	8,000	2,394,000	80,000	1,850,000	34,000
Municipal	—	—	—	—	—	—	—
Residential							
Term	15,276,000	16,491,000	435,000	15,857,000	434,000	15,281,000	141,000
Construction	—	—	—	—	—	—	—
Home equity line of credit	1,550,000	2,202,000	30,000	1,610,000	38,000	1,565,000	21,000
Consumer	—	—	—	56,000	3,000	62,000	—
	$30,786,000	$33,276,000	$826,000	$33,502,000	$948,000	$31,358,000	$311,000

Troubled Debt Restructured

A troubled debt restructured ("TDR") constitutes a restructuring of debt if the Company, for economic or legal reasons related to the borrower's financial difficulties, grants a concession to the borrower that it would not otherwise consider. To determine whether or not a loan should be classified as a TDR, Management evaluates a loan based upon the following criteria:

- The borrower demonstrates financial difficulty; common indicators include past due status with bank obligations, substandard credit bureau reports, or an inability to refinance with another lender, and
- The Company has granted a concession; common concession types include maturity date extension, interest rate adjustments to below market pricing, and deferment of payments.

As of September 30, 2016, the Company had 75 loans with a value of $22,025,000 that have been classified as TDRs. This compares to 84 loans with a value of $23,923,000 and 88 loans with a value of $24,715,000 classified as TDRs as of December 31, 2015 and September 30, 2015, respectively. The impairment carried as a specific reserve in the allowance for loan losses is calculated by present valuing the expected cash flows on the loan at the original interest rate, or, for collateral-dependent loans, using the fair value of the collateral less costs to sell.

The following table shows TDRs by class and the specific reserve as of September 30, 2016:

	Number of Loans	Balance	Specific Reserves
Commercial			
Real estate	11	$9,221,000	$116,000
Construction	1	788,000	99,000
Other	7	841,000	5,000
Municipal	—	—	—
Residential			
Term	53	10,626,000	272,000
Construction	—	—	—
Home equity line of credit	3	549,000	—
Consumer	—	—	—
	75	$22,025,000	$492,000

The following table shows TDRs by class and the specific reserve as of December 31, 2015:

	Number of Loans	Balance	Specific Reserves
Commercial			
Real estate	15	$10,350,000	$85,000
Construction	1	788,000	94,000
Other	11	1,168,000	1,000
Municipal	—	—	—
Residential			
Term	53	10,875,000	275,000
Construction	—	—	—
Home equity line of credit	4	742,000	—
Consumer	—	—	—
	84	$23,923,000	$455,000

The following table shows TDRs by class and the specific reserve as of September 30, 2015:

	Number of Loans	Balance	Specific Reserves
Commercial			
Real estate	16	$10,696,000	$69,000
Construction	1	788,000	76,000
Other	13	1,621,000	1,000
Municipal	—	—	—
Residential			
Term	53	10,837,000	378,000
Construction	—	—	—
Home equity line of credit	5	773,000	—
Consumer	—	—	—
	88	$24,715,000	$524,000

As of September 30, 2016, eight of the loans classified as TDRs with a total balance of $1,060,000 were more than 30 days past due. None of these loans had been placed on TDR status in the previous 12 months. The following table shows these TDRs by class and the associated specific reserves included in the allowance for loan losses as of September 30, 2016:

	Number of Loans	Balance	Specific Reserves
Commercial			
Real estate	—	$—	$—
Construction	—	—	—
Other	—	—	—
Municipal	—	—	—
Residential			
Term	8	1,060,000	78,000
Construction	—	—	—
Home equity line of credit	—	—	—
Consumer	—	—	—
	8	$1,060,000	$78,000

As of September 30, 2015, 10 of the loans classified as TDRs with a total balance of $1,593,000 were more than 30 days past due. None of these loans had been placed on TDR status in the previous 12 months. The following table shows these TDRs by class and the associated specific reserves included in the allowance for loan losses as of September 30, 2015:

	Number of Loans	Balance	Specific Reserves
Commercial			
Real estate	—	$—	$—
Construction	—	—	—
Other	—	—	—
Municipal	—	—	—
Residential			
Term	10	1,593,000	96,000
Construction	—	—	—
Home equity line of credit	—	—	—
Consumer	—	—	—
	10	$1,593,000	$96,000

For the nine months ended September 30, 2016, no loans were placed on TDR status. This compares to one loan placed on TDR status with a post-modification outstanding balance of $108,000 for the nine months ended September 30, 2015. This was considered a TDR because concessions had been granted to borrowers experiencing financial difficulties. Concessions include reductions in interest rates, principal and/or interest forbearance, payment extensions, or combinations thereof.

The following table shows loans placed on TDR status in the nine months ended September 30, 2015, by class of loan and the associated specific reserve included in the allowance for loan losses as of September 30, 2015:

	Number of Loans	Pre-Modification Outstanding Recorded Investment	Post-Modification Outstanding Recorded Investment	Specific Reserves
Commercial				
Real estate	—	$ —	$ —	$ —
Construction	—	—	—	—
Other	—	—	—	—
Municipal	—	—	—	—
Residential				
Term	1	111,000	108,000	—
Construction	—	—	—	—
Home equity line of credit	—	—	—	—
Consumer	—	—	—	—
	1	$ 111,000	$ 108,000	$ —

For the quarter ended September 30, 2016 no loans were placed on TDR status. This compares to one loan placed on TDR status with a post-modification outstanding balance of $108,000 for the quarter ended September 30, 2015. This was considered a TDRs because concessions had been granted to borrowers experiencing financial difficulties. Concessions include reductions in interest rates, principal and/or interest forbearance, payment extensions, or combinations thereof.

The following table shows loans placed on TDR status in the three months ended September 30, 2015, by class of loan and the associated specific reserve included in the allowance for loan losses as of September 30, 2015:

	Number of Loans	Pre-Modification Outstanding Recorded Investment	Post-Modification Outstanding Recorded Investment	Specific Reserves
Commercial				
Real estate	—	$ —	$ —	$ —
Construction	—	—	—	—
Other	—	—	—	—
Municipal	—	—	—	—
Residential				
Term	1	111,000	108,000	—
Construction	—	—	—	—
Home equity line of credit	—	—	—	—
Consumer	—	—	—	—
	1	$ 111,000	$ 108,000	$ —

As of September 30, 2016, Management is aware of six loans classified as TDRs that are involved in bankruptcy with an outstanding balance of $1,062,000. There were also nine loans with an outstanding balance of $971,000 that were classified as TDRs and on non-accrual status. Three loans with an outstanding balance of $222,000, that were classified as TDRs, were in the process of foreclosure.

Residential Mortgage Loans in Process of Foreclosure

As of September 30, 2016, there were 13 mortgage loans collateralized by residential real estate in the process of foreclosure with a total balance of $1,508,000; this compares to 18 mortgage loans collateralized by residential real estate in the process of foreclosure with a total balance of $2,038,000 as of September 30, 2015.

Note 4. Allowance for Loan Losses

The Company provides for loan losses through the establishment of an allowance for loan losses which represents an estimated reserve for existing losses in the loan portfolio. A systematic methodology is used for determining the allowance that includes a quarterly review process, risk rating changes, and adjustments to the allowance. The loan portfolio is classified in eight classes and credit risk is evaluated separately in each class. The appropriate level of the allowance is evaluated continually based on a review of significant loans, with a particular emphasis on nonaccruing, past due, and other loans that may require special attention. Other factors include general conditions in local and national economies; loan portfolio composition and asset quality indicators; and internal factors such as changes in underwriting policies, credit administration practices, experience, ability and depth of lending management, among others. The allowance consists of four elements: (1) specific reserves for loans evaluated individually for impairment; (2) general reserves for each portfolio segment based on historical loan loss experience, (3) qualitative reserves judgmentally adjusted for local and national economic conditions, concentrations, portfolio composition, volume and severity of delinquencies and nonaccrual loans, trends of criticized and classified loans, changes in credit policies and underwriting standards, credit administration practices, and other factors as applicable for each portfolio segment; and (4) unallocated reserves. All outstanding loans are considered in evaluating the appropriateness of the allowance.

A breakdown of the allowance for loan losses as of September 30, 2016, December 31, 2015, and September 30, 2015, by class of financing receivable and allowance element, is presented in the following tables:

As of September 30, 2016	Specific Reserves on Loans Evaluated Individually for Impairment	General Reserves on Loans Based on Historical Loss Experience	Reserves for Qualitative Factors	Unallocated Reserves	Total Reserves
Commercial					
Real estate	$ 381,000	$ 1,303,000	$ 2,355,000	$ —	$ 4,039,000
Construction	99,000	81,000	147,000	—	327,000
Other	68,000	577,000	1,043,000	—	1,688,000
Municipal	—	—	18,000	—	18,000
Residential					
Term	318,000	571,000	470,000	—	1,359,000
Construction	—	20,000	17,000	—	37,000
Home equity line of credit	32,000	457,000	385,000	—	874,000
Consumer	51,000	318,000	249,000	—	618,000
Unallocated	—	—	—	1,338,000	1,338,000
	$ 949,000	$ 3,327,000	$ 4,684,000	$ 1,338,000	$ 10,298,000

As of December 31, 2015	Specific Reserves on Loans Evaluated Individually for Impairment	General Reserves on Loans Based on Historical Loss Experience	Reserves for Qualitative Factors	Unallocated Reserves	Total Reserves
Commercial					
Real estate	$ 89,000	$ 893,000	$ 2,138,000	$ —	$ 3,120,000
Construction	302,000	82,000	196,000	—	580,000
Other	8,000	425,000	1,019,000	—	1,452,000
Municipal	—	—	17,000	—	17,000
Residential					
Term	326,000	613,000	452,000	—	1,391,000
Construction	—	14,000	10,000	—	24,000
Home equity line of credit	29,000	500,000	364,000	—	893,000
Consumer	—	331,000	235,000	—	566,000
Unallocated	—	—	—	1,873,000	1,873,000
	$ 754,000	$ 2,858,000	$ 4,431,000	$ 1,873,000	$ 9,916,000

As of September 30, 2015	Specific Reserves on Loans Evaluated Individually for Impairment	General Reserves on Loans Based on Historical Loss Experience	Reserves for Qualitative Factors	Unallocated Reserves	Total Reserves
Commercial					
Real estate	$ 71,000	$1,094,000	$1,986,000	$—	$3,151,000
Construction	282,000	98,000	178,000	—	558,000
Other	8,000	486,000	882,000	—	1,376,000
Municipal	—	—	16,000	—	16,000
Residential					
Term	435,000	300,000	430,000	—	1,165,000
Construction	—	9,000	13,000	—	22,000
Home equity line of credit	30,000	530,000	341,000	—	901,000
Consumer	—	346,000	216,000	—	562,000
Unallocated	—	—	—	1,926,000	1,926,000
	$ 826,000	$2,863,000	$4,062,000	$1,926,000	$9,677,000

Qualitative adjustment factors are taken into consideration when determining reserve estimates. These adjustment factors are based upon Management's evaluation of various current conditions, including those listed below.

- General economic conditions.
- Credit quality trends with emphasis on loan delinquencies, nonaccrual levels and classified loans.
- Recent loss experience in particular segments of the portfolio.
- Loan volumes and concentrations, including changes in mix.
- Other factors, including changes in quality of the loan origination; loan policy changes; changes in credit risk management processes; Bank regulatory and external loan review examination results.

The qualitative portion of the allowance for loan losses was 0.46% of related loans as of September 30, 2016 and 0.45% as of December 31, 2015. The qualitative portion increased $253,000 between December 31, 2015 and September 30, 2016 due to an increase in loans outstanding. Due to the increased commercial loan volume this year and potential weaknesses in a small number of credits which are currently performing, the Company is carrying a $1,000,000 overlay in pooled reserves.

The unallocated component of the allowance totaled $1,338,000 at September 30, 2016, or 13.0% of the total reserve, up slightly from the second quarter 2016. This compares to $1,873,000 or 18.9% as of December 31, 2015. Management feels the change in the unallocated is consistent with improvement in credit quality.

The allowance for loan losses as a percent of total loans stood at 1.00% as of September 30, 2016. This compares to 1.00% of total loans as of December 31, 2015 and September 30, 2015.

Commercial loans are comprised of three major classes, commercial real estate loans, commercial construction loans and other commercial loans. Commercial real estate is primarily comprised of loans to small businesses collateralized by owner-occupied real estate, while other commercial is primarily comprised of loans to small businesses collateralized by plant and equipment, commercial fishing vessels and gear, and limited inventory-based lending. Commercial real estate loans typically have a maximum loan-to-value of 80% based upon current appraisal information at the time the loan is made. Municipal loans are comprised of loans to municipalities in Maine for capitalized expenditures, construction projects or tax-anticipation notes. All municipal loans are considered general obligations of the municipality and as such are collateralized by the taxing ability of the municipality for repayment of debt.

Construction, land and land development loans, both commercial and residential, comprise a small portion of the portfolio, and at 21.9% of capital are below the regulatory limit of 100.0% of capital at September 30, 2016.

Construction loans and non-owner-occupied commercial real estate loans are at 102.9% of total capital, below the regulatory limit of 300.0% of capital at September 30, 2016.

The process of establishing the allowance with respect to the commercial loan portfolio begins when a loan officer initially assigns each loan a risk rating, using established credit criteria. Approximately 50% of the outstanding loans and commitments are subject to review and validation annually by an independent consulting firm, as well as periodically by the Company's internal credit review function. The methodology employs Management's judgment as to the level of losses on existing loans based on internal review of the loan portfolio, including an analysis of a borrower's current financial position, and the consideration of current and anticipated economic conditions and their potential effects on specific borrowers and or lines of business.

In determining the Company's ability to collect certain loans, Management also considers the fair value of underlying collateral. The risk rating system has eight levels, defined as follows:

1 Strong
Credits rated "1" are characterized by borrowers fully responsible for the credit with excellent capacity to pay principal and interest. Loans rated "1" may be secured with acceptable forms of liquid collateral.
2 Above Average
Credits rated "2" are characterized by borrowers that have better than average liquidity, capitalization, earnings and/or cash flow with a consistent record of solid financial performance.
3 Satisfactory
Credits rated "3" are characterized by borrowers with favorable liquidity, profitability and financial condition with adequate cash flow to pay debt service.
4 Average
Credits rated "4" are characterized by borrowers that present risk more than 1, 2 and 3 rated loans and merit an ordinary level of ongoing monitoring. Financial condition is on par or somewhat below industry averages while cash flow is generally adequate to meet debt service requirements.
5 Watch
Credits rated "5" are characterized by borrowers that warrant greater monitoring due to financial condition or unresolved and identified risk factors.
6 Other Assets Especially Mentioned (OAEM)
Loans in this category are currently protected but are potentially weak and constitute an undue and unwarranted credit risk, but not to the point of justifying a classification of substandard. OAEM have potential weaknesses which may, if not checked or corrected, weaken the asset or inadequately protect the Company's credit position at some future date.
7 Substandard
Loans in this category are inadequately protected by the paying capacity of the borrower or of the collateral pledged, if any. Loans so classified have a well-defined weakness or weaknesses that jeopardize the liquidation of the debt. Substandard loans are characterized by the distinct possibility that the Company may sustain some loss if the deficiencies are not corrected.
8 Doubtful
Loans classified "Doubtful" have the same weaknesses as those classified substandard with the added characteristic that the weaknesses make collection or liquidation in full, based on currently existing facts, conditions, and values, highly questionable and improbable. The possibility of loss is high, but because of certain important and reasonably specific pending factors which may work to the advantage and strengthening of the asset, its classification as an estimated loss is deferred until its more exact status may be determined.
The following table summarizes the risk ratings for the Company's commercial real estate, commercial construction, commercial other, and municipal loans as of September 30, 2016:

	Commercial Real Estate	Commercial Construction	Commercial Other	Municipal Loans	All Risk-Rated Loans
1 Strong	$2,000	$—	$721,000	$—	$723,000
2 Above Average	24,225,000	53,000	9,546,000	24,592,000	58,416,000
3 Satisfactory	72,082,000	824,000	24,032,000	1,561,000	98,499,000
4 Average	133,835,000	12,764,000	67,811,000	—	214,410,000
5 Watch	41,120,000	5,187,000	24,189,000	—	70,496,000
6 OAEM	9,360,000	—	1,957,000	—	11,317,000
7 Substandard	17,184,000	—	2,942,000	—	20,126,000
8 Doubtful	—	—	—	—	—
Total	$297,808,000	$18,828,000	$131,198,000	$26,153,000	$473,987,000

The following table summarizes the risk ratings for the Company's commercial real estate, commercial construction, commercial other, and municipal loans as of December 31, 2015:

	Commercial Real Estate	Commercial Construction	Commercial Other	Municipal Loans	All Risk-Rated Loans
1 Strong	$6,000	$—	$1,256,000	$—	$1,262,000
2 Above Average	29,176,000	56,000	7,506,000	18,321,000	55,059,000
3 Satisfactory	52,821,000	2,057,000	28,787,000	1,430,000	85,095,000
4 Average	122,071,000	18,070,000	67,301,000	—	207,442,000
5 Watch	36,075,000	4,490,000	18,135,000	—	58,700,000
6 OAEM	9,742,000	—	2,410,000	—	12,152,000
7 Substandard	19,571,000	208,000	2,946,000	—	22,725,000
8 Doubtful	—	—	—	—	—
Total	$269,462,000	$24,881,000	$128,341,000	$19,751,000	$442,435,000

The following table summarizes the risk ratings for the Company's commercial real estate, commercial construction, commercial other, and municipal loans as of September 30, 2015:

	Commercial Real Estate	Commercial Construction	Commercial Other	Municipal Loans	All Risk-Rated Loans
1 Strong	$8,000	$—	$788,000	$—	$796,000
2 Above Average	26,881,000	58,000	8,753,000	19,892,000	55,584,000
3 Satisfactory	50,944,000	2,389,000	29,253,000	1,485,000	84,071,000
4 Average	127,903,000	16,711,000	55,625,000	—	200,239,000
5 Watch	36,213,000	3,749,000	19,457,000	—	59,419,000
6 OAEM	8,477,000	—	1,836,000	—	10,313,000
7 Substandard	18,315,000	717,000	3,385,000	—	22,417,000
8 Doubtful	—	—	—	—	—
Total	$268,741,000	$23,624,000	$119,097,000	$21,377,000	$432,839,000

Commercial loans are generally charged off when all or a portion of the principal amount is determined to be uncollectible. This determination is based on circumstances specific to a borrower including repayment ability, analysis of collateral and other factors as applicable.

Residential loans are comprised of two classes: term loans, which include traditional amortizing home mortgages, and construction loans, which include loans for owner-occupied residential construction. Residential loans typically have a 75% to 80% loan to value based upon current appraisal information at the time the loan is made. Home equity loans and lines of credit are typically written to the same underwriting standards. Consumer loans are primarily amortizing loans to individuals collateralized by automobiles, pleasure craft and recreation vehicles, typically with a maximum loan to value of 80% to 90% of the purchase price of the collateral. Consumer loans also include a small amount of unsecured short-term time notes to individuals.

Residential loans, consumer loans and home equity lines of credit are segregated into homogeneous pools with similar risk characteristics. Trends and current conditions are analyzed and historical loss experience is adjusted accordingly. Quantitative and qualitative adjustment factors for these segments are consistent with those for the commercial and municipal classes. Certain loans in the residential, home equity lines of credit and consumer classes identified as having the potential for further deterioration are analyzed individually to confirm impairment status, and to determine the need for a specific reserve; however there is no formal rating system used for these classes. Consumer loans greater than 120 days past due are generally charged off. Residential loans 90 days or more past due are placed on non-accrual status unless the loans are both well secured and in the process of collection. One- to four-family residential real estate loans and home equity loans are written down or charged-off no later than 180 days past due, or for residential real estate secured loans having a borrower in bankruptcy, within 60 days of receipt of notification of filing from the bankruptcy court, whichever is sooner. This is subject to completion of a current assessment of the value of the collateral with any outstanding loan balance in excess of the fair value of the property, less costs to sell,

written down or charged-off.
There were no changes to the Company's accounting policies or methodology used to estimate the allowance for loan losses during the nine months ended September 30, 2016.

The following table presents allowance for loan losses activity by class for the nine months and quarter ended September 30, 2016, and allowance for loan loss balances by class and related loan balances by class as of September 30, 2016:

	Commercial			Municipal	Residential		Home Equity Line of Credit	Consumer	Unal
	Real Estate	Construction	Other		Term	Construction			
For the nine months ended September 30, 2016									
Beginning balance	$3,120,000	$580,000	$1,452,000	$17,000	$1,391,000	$24,000	$893,000	$566,000	$1,8
Charge offs	33,000	75,000	167,000	—	338,000	—	147,000	246,000	—
Recoveries	—	4,000	80,000	—	88,000	—	3,000	88,000	—
Provision (credit)	952,000	(182,000)	323,000	1,000	218,000	13,000	125,000	210,000	(535,
Ending balance	$4,039,000	$327,000	$1,688,000	$18,000	$1,359,000	$37,000	$874,000	$618,000	$1,3
For the three months ended September 30, 2016									
Beginning balance	$3,955,000	$318,000	$1,778,000	$17,000	$1,365,000	$34,000	$880,000	$635,000	$1,2
Charge offs	—	17,000	137,000	—	72,000	—	25,000	89,000	—
Recoveries	—	4,000	24,000	—	14,000	—	1,000	22,000	—
Provision	84,000	22,000	23,000	1,000	52,000	3,000	18,000	50,000	122,0
Ending balance	$4,039,000	$327,000	$1,688,000	$18,000	$1,359,000	$37,000	$874,000	$618,000	$1,3
Allowance for loan losses as of September 30, 2016									
Ending balance specifically evaluated for impairment	$381,000	$99,000	$68,000	$—	$318,000	$—	$32,000	$51,000	$—
Ending balance collectively evaluated for impairment	$3,658,000	$228,000	$1,620,000	$18,000	$1,041,000	$37,000	$842,000	$567,000	$1,3
Related loan balances as of September 30, 2016									
Ending balance	$297,808,000	$18,828,000	$131,198,000	$26,153,000	$403,159,000	$14,269,000	$111,994,000	$25,583,000	$—
Ending balance specifically evaluated for impairment	$10,442,000	$788,000	$1,254,000	$—	$14,131,000	$—	$1,400,000	$170,000	$—
Ending balance collectively evaluated	$287,366,000	$18,040,000	$129,944,000	$26,153,000	$389,028,000	$14,269,000	$110,594,000	$25,413,000	$—

for
impairment

The following table presents allowance for loan losses activity by class for the year-ended December 31, 2015 and allowance for loan loss balances by class and related loan balances by class as of December 31, 2015:

	Commercial			Municipal	Residential		Home Equity Line of Credit	Consumer	U
	Real Estate	Construction	Other		Term	Construction			
For the year ended December 31, 2015									
Beginning balance	$3,532,000	$823,000	$1,505,000	$15,000	$1,185,000	$20,000	$1,060,000	$542,000	$
Charge offs	280,000	9,000	732,000	—	420,000	—	582,000	350,000	—
Recoveries	2,000	1,000	88,000	—	152,000	—	31,000	121,000	—
Provision (credit)	(134,000)	(235,000)	591,000	2,000	474,000	4,000	384,000	253,000	2
Ending balance	$3,120,000	$580,000	$1,452,000	$17,000	$1,391,000	$24,000	$893,000	$566,000	$
Allowance for loan losses as of December 31, 2015									
Ending balance specifically evaluated for impairment	$89,000	$302,000	$8,000	$—	$326,000	$—	$29,000	$—	$-
Ending balance collectively evaluated for impairment	$3,031,000	$278,000	$1,444,000	$17,000	$1,065,000	$24,000	$864,000	$566,000	$
Related loan balances as of December 31, 2015									
Ending balance	$269,462,000	$24,881,000	$128,341,000	$19,751,000	$403,030,000	$8,451,000	$110,202,000	$24,520,000	$-
Ending balance specifically evaluated for impairment	$10,717,000	$1,026,000	$1,234,000	$—	$15,088,000	$—	$1,466,000	$—	$-
Ending balance collectively evaluated for impairment	$258,745,000	$23,855,000	$127,107,000	$19,751,000	$387,942,000	$8,451,000	$108,736,000	$24,520,000	$-

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The following table presents allowance for loan losses activity by class for the nine months and quarter ended September 30, 2015, and allowance for loan loss balances by class and related loan balances by class as of September 30, 2015:

	Commercial			Municipal	Residential		Home Equity Line of Credit	Consumer	U
	Real Estate	Construction	Other		Term	Construction			
For the nine months ended September 30, 2015									
Beginning balance	$3,532,000	$823,000	$1,505,000	$15,000	$1,185,000	$20,000	$1,060,000	$542,000	$
Charge offs	254,000	9,000	732,000	—	187,000	—	532,000	282,000	—
Recoveries	1,000	—	66,000	—	37,000	—	31,000	94,000	—
Provision (credit)	(128,000)	(256,000)	537,000	1,000	130,000	2,000	342,000	208,000	2
Ending balance	$3,151,000	$558,000	$1,376,000	$16,000	$1,165,000	$22,000	$901,000	$562,000	$
For the three months ended September 30, 2015									
Beginning balance	$2,943,000	$705,000	$1,671,000	$16,000	$1,184,000	$27,000	$918,000	$580,000	$
Charge offs	132,000	—	246,000	—	38,000	—	24,000	77,000	—
Recoveries	1,000	—	51,000	—	4,000	—	1,000	29,000	—
Provision (credit)	339,000	(147,000)	(100,000)	—	15,000	(5,000)	6,000	30,000	6
Ending balance	$3,151,000	$558,000	$1,376,000	$16,000	$1,165,000	$22,000	$901,000	$562,000	$
Allowance for loan losses as of September 30, 2015									
Ending balance specifically evaluated for impairment	$71,000	$282,000	$8,000	$—	$435,000	$—	$30,000	$—	$
Ending balance collectively evaluated for impairment	$3,080,000	$276,000	$1,368,000	$16,000	$730,000	$22,000	$871,000	$562,000	$
Related loan balances as of September 30, 2015									
Ending balance	$268,741,000	$23,624,000	$119,097,000	$21,377,000	$385,145,000	$12,029,000	$109,390,000	$23,748,000	$
Ending balance specifically evaluated for impairment	$11,228,000	$996,000	$1,736,000	$—	$15,276,000	$—	$1,550,000	$—	$
Ending balance	$257,513,000	$22,628,000	$117,361,000	$21,377,000	$369,869,000	$12,029,000	$107,840,000	$23,748,000	$

collectively
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for
impairment

Note 5 – Stock Options and Stock-Based Compensation

At the 2010 Annual Meeting, shareholders approved the 2010 Equity Incentive Plan (the "2010 Plan"). This reserves 400,000 shares of common stock for issuance in connection with stock options, restricted stock awards and other equity based awards to attract and retain the best available personnel, provide additional incentive to officers, employees and non-employee Directors and promote the success of our business. Such grants and awards will be structured in a manner that does not encourage the recipients to expose the Company to undue or inappropriate risk. Options issued under the 2010 Plan will qualify for treatment as incentive stock options for purposes of Section 422 of the Internal Revenue Code. Other compensation under the 2010 Plan will qualify as performance-based for purposes of Section 162(m) of the Internal Revenue Code, and will satisfy NASDAQ guidelines relating to equity compensation.

As of September 30, 2016, 108,710 shares of restricted stock had been granted under the 2010 Plan, of which 67,064 shares remain restricted as of September 30, 2016 as detailed in the following table:

Year Granted	Vesting Term (In Years)	Shares	Remaining Term (In Years)
2012	5.0	7,996	0.2
2013	5.0	14,776	1.2
2014	5.0	10,422	2.2
2015	5.0	12,023	3.2
2016	1.0	6,832	0.2
2016	5.0	15,015	4.2
		67,064	2.2

The compensation cost related to these restricted stock grants is $1,140,000 and will be recognized over the vesting terms of each grant. In the nine months ended September 30, 2016, $215,000 of expense was recognized for these restricted shares, leaving $540,000 in unrecognized expense as of September 30, 2016. In the nine months ended September 30, 2015, $222,000 of expense was recognized for restricted shares, leaving $419,000 in unrecognized expense as of September 30, 2015.

The Company established a shareholder-approved stock option plan in 1995 (the "1995 Plan"), under which the Company granted options to employees for 600,000 shares of common stock. Only incentive stock options were granted under the 1995 Plan. The option price of each option grant was determined by the Options Committee of the Board of Directors, and in no instance was less than the fair market value on the date of the grant. An option's maximum term was ten years from the date of grant, with 50% of the options granted vesting two years from the date of grant and the remaining 50% vesting five years from the date of grant. As of January 16, 2005, all options under the 1995 Plan had been granted, and as of January 16, 2015, all options granted under the 1995 plan had been exercised or expired.

Note 6 – Preferred and Common Stock

Preferred Stock

On January 9, 2009, the Company issued $25,000,000 in Fixed Rate Cumulative Perpetual Preferred Stock, Series A, to the U.S. Treasury ("Treasury') under the Capital Purchase Program ("the CPP Shares"). The CPP Shares qualified as Tier 1 capital on the Company's books for regulatory purposes and ranked senior to the Company's common stock and senior or at an equal level in the Company's capital structure to any other shares of preferred stock the Company may issue in the future. In three separate transactions in 2012 and 2013, the Company repurchased all of the CPP shares from the Treasury.

Incident to such issuance of the CPP shares, the Company issued to the Treasury warrants (the "Warrants") to purchase up to 225,904 shares of the Company's common stock at a price per share of $16.60 (subject to adjustment). The Warrants (and any shares of common stock issuable pursuant to the Warrants) are freely transferable by the Treasury to third parties. The Warrants have a term of ten years and could be exercised by the Treasury or a subsequent holder at any time or from time to time during their term. To the extent they had not previously been exercised, the Warrants will expire after ten years. The Warrants were unchanged as a result of the CPP Shares repurchase transactions.

In May 2015, the Treasury sold all of the Warrants to private parties. In accordance with the contractual terms of the Warrants, the number of shares issuable upon exercise of the warrants and strike price were adjusted at the time of the sale. As a result of this transaction, the number of issuable shares under the Warrants now stands at 226,819 shares with a strike price of $16.53 per share.

Common Stock
Proceeds from sale of common stock totaled $391,000 and $343,000 for the nine months ended September 30, 2016 and 2015, respectively.

Note 7 – Earnings Per Share

The following table sets forth the computation of basic and diluted earnings per share (EPS) for the nine months ended September 30, 2016 and 2015:

	Income (Numerator)	Shares (Denominator)	Per-Share Amount
For the nine months ended September 30, 2016			
Net income as reported	$ 13,689,000		
Basic EPS: Income available to common shareholders	13,689,000	10,709,901	$ 1.28
Effect of dilutive securities: restricted stock and warrants		110,492	
Diluted EPS: Income available to common shareholders plus assumed conversions	$ 13,689,000	10,820,393	$ 1.27
For the nine months ended September 30, 2015			
Net income as reported	$ 12,437,000		
Basic EPS: Income available to common shareholders	12,437,000	10,671,573	$ 1.17
Effect of dilutive securities: restricted stock and warrants		80,706	
Diluted EPS: Income available to common shareholders plus assumed conversions	$ 12,437,000	10,752,279	$ 1.16

The following table sets forth the computation of basic and diluted EPS for the quarters ended September 30, 2016 and 2015.

	Income (Numerator)	Shares (Denominator)	Per-Share Amount
For the quarter ended September 30, 2016			
Net income as reported	$ 4,562,000		
Basic EPS: Income available to common shareholders	4,562,000	10,718,873	$ 0.43
Effect of dilutive securities: restricted stock and warrants		125,495	
Diluted EPS: Income available to common shareholders plus assumed conversions	$ 4,562,000	10,844,368	$ 0.42
For the quarter ended September 30, 2015			
Net income as reported	$ 4,188,000		
Basic EPS: Income available to common shareholders	4,188,000	10,677,922	$ 0.39
Effect of dilutive securities: restricted stock and warrants		95,278	
Diluted EPS: Income available to common shareholders plus assumed conversions	$ 4,188,000	10,773,200	$ 0.39

All earnings per share calculations have been made using the weighted average number of shares outstanding during the period. The potentially dilutive securities are unvested shares of restricted stock granted to certain key members of Management and the warrants. The number of dilutive shares is calculated using the treasury method, assuming that all warrants were exercisable at the end of each period. Warrants that are out-of-the-money are not considered in the calculation of dilutive earnings per share as the effect would be anti-dilutive.

The following table presents the number of warrants outstanding as of September 30, 2016 and 2015 and the amount for which the average market price at period end is above or below the strike price:

	Outstanding	In-the-Money	Out-of-the-Money
For the three and nine months ended September 30, 2016			
Warrants to private parties	226,819	226,819	—
Total	226,819	226,819	—
For the three and nine months ended September 30, 2015			
Warrants issued to Treasury	226,819	226,819	—
Total	226,819	226,819	—

Note 8 – Employee Benefit Plans
401(k) Plan
The Bank has a defined contribution plan available to substantially all employees who have completed 3 months of service. Employees may contribute up to Internal Revenue Service ("IRS") determined limits and the Bank may match employee contributions not to exceed 3.0% of compensation depending on contribution level. Subject to a vote of the Board of Directors, the Bank may also make a profit-sharing contribution to the Plan. Such contribution equaled 2.0% of each eligible employee's compensation in 2015. The amount for 2016 has not been established. The expense related to the 401(k) plan was $338,000 and $333,000 for the nine months ended September 30, 2016 and 2015, respectively.

Deferred Compensation and Supplemental Retirement Benefits
The Bank also provides unfunded, non-qualified deferred compensation payable over two years, as well as unfunded supplemental retirement benefits for certain officers, payable in installments over 20 years upon retirement or death. The agreements consist of individual contracts with differing characteristics that, when taken together, do not constitute a postretirement plan. The costs for these benefits are recognized over the service periods of the participating officers in accordance with Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 712 "Compensation – Nonretirement Postemployment Benefits". The expense of these supplemental retirement benefits was $161,000 for the nine months ended September 30, 2016 and $234,000 for the same period in 2015. As of September 30, 2016, the associated accrued liability included in other liabilities in the balance sheet was $3,072,000 compared to $3,088,000 and $3,074,000 at December 31, 2015 and September 30, 2015, respectively.

Post-Retirement Benefit Plans
The Bank sponsors two post-retirement benefit plans. One plan currently provides a subsidy for health insurance premiums to certain retired employees and a future subsidy for seven active employees who were age 50 and over in 1996. These subsidies are based on years of service and range between $40 and $1,200 per month per person. The other plan provides life insurance coverage to certain retired employees and health insurance for retired directors. None of these plans are pre-funded. The Company utilizes FASB ASC Topic 712 to recognize the overfunded or underfunded status of a defined benefit postretirement plan as an asset or liability in its balance sheet and to recognize changes in the funded status in the year in which the changes occur through comprehensive income. The following table sets forth the accumulated postretirement benefit obligation and funded status:

	At or for the nine months ended September 30,	
	2016	2015
Change in benefit obligation		
Benefit obligation at beginning of year	$1,967,000	$1,928,000
Service cost	—	—
Interest cost	63,000	54,000
Benefits paid	(90,000)	(78,000)
Benefit obligation at end of period	$1,940,000	$1,904,000
Funded status		
Benefit obligation at end of period	$(1,940,000)	$(1,904,000)
Unamortized loss	240,000	192,000
Accrued benefit cost at end of period	$(1,700,000)	$(1,712,000)

The following table sets forth the net periodic pension cost:

	For the nine months ended September 30,		For the quarter ended September 30,	
	2016	2015	2016	2015
Components of net periodic benefit cost				

Service cost	$—	$—	$—	$—
Interest cost	63,000	54,000	21,000	18,000
Net periodic benefit cost	$63,000	$54,000	$21,000	$18,000

Amounts not yet reflected in net periodic benefit cost and included in accumulated other comprehensive income (loss) are as follows:

	September 30, 2016	December 31, 2015	September 30, 2015
Unamortized net actuarial loss	$ (240,000)	$(240,000)	$ (192,000)
Deferred tax benefit at 35%	84,000	84,000	67,000
Net unrecognized postretirement benefits included in accumulated other comprehensive income (loss)	$ (156,000)	$(156,000)	$ (125,000)

A weighted average discount rate of 4.25% was used in determining the accumulated benefit obligation and the net periodic benefit cost. The assumed health care cost trend rate is 7.0%. The measurement date for benefit obligations was as of year-end for prior years presented. The expected benefit payments for all of 2016 are $121,000. Plan expense for 2016 is estimated to be $85,000. A 1% change in trend assumptions would create an approximate change in the same direction of $100,000 in the accumulated benefit obligation, $7,000 in the interest cost and $1,000 in the service cost.

Note 9 - Other Comprehensive Income (Loss)

The following table summarizes activity in the unrealized gain or loss on available for sale securities included in other comprehensive income (loss) for the nine months and quarters ended September 30, 2016 and 2015.

	For the nine months ended September 30,		For the quarter ended September 30,	
	2016	2015	2016	2015
Balance at beginning of period	$1,123,000	$2,522,000	$4,000,000	$988,000
Unrealized gains (losses) arising during the period	3,106,000	1,082,000	(1,851,000)	2,047,000
Reclassification of realized gains during the period	(668,000)	(1,396,000)	(137,000)	(1,000)
Related deferred taxes	(853,000)	110,000	696,000	(716,000)
Net change	1,585,000	(204,000)	(1,292,000)	1,330,000
Balance at end of period	$2,708,000	$2,318,000	$2,708,000	$2,318,000

The reclassification of realized gains is included in the net securities gains line of the consolidated statements of income and comprehensive income and the tax effect is included in the income tax expense line of the same statement. The following table summarizes activity in the unrealized loss on securities transferred from available for sale to held to maturity included in other comprehensive income (loss) for the nine months and quarters ended September 30, 2016 and 2015.

	For the nine months ended September 30,		For the quarter ended September 30,	
	2016	2015	2016	2015
Balance at beginning of period	$(112,000)	$(48,000)	$(133,000)	$(84,000)
Amortization of net unrealized gains (losses)	(18,000)	(78,000)	14,000	(51,000)
Related deferred taxes	6,000	27,000	(5,000)	36,000
Net change	(12,000)	(51,000)	9,000	(15,000)
Balance at end of period	$(124,000)	$(99,000)	$(124,000)	$(99,000)

The following table presents the effect of the Company's derivative financial instruments included in other comprehensive income (loss) for the nine months and quarters ended September 30, 2016 and 2015.

	For the nine months ended September 30,		For the quarter ended September 30,	
	2016	2015	2016	2015
Balance at beginning of period	$—	$ —	$(135,000)	$ —
Unrealized gains on cash flow hedging derivatives arising during the period	90,000	—	298,000	—
Related deferred taxes	(32,000)	—	(105,000)	—
Net change	58,000	—	193,000	—
Balance at end of period	$58,000	$ —	$58,000	$ —

The following table summarizes activity in the unrealized gain or loss on postretirement benefits included in other comprehensive income (loss) for the nine months and quarters ended September 30, 2016 and 2015.

	For the nine months ended September 30,		For the quarter ended September 30,	
	2016	2015	2016	2015
Unrecognized postretirement benefits at beginning of period	$(156,000)	$(125,000)	$(156,000)	$(125,000)
Amortization of unrecognized transition obligation	—	—	—	—
Change in unamortized net actuarial gain (loss)	—	—	—	—
Related deferred taxes	—	—	—	—
Unrecognized postretirement benefits at end of period	$(156,000)	$(125,000)	$(156,000)	$(125,000)

Note 10 - Financial Derivative Instruments

As part of its overall asset and liability management strategy, the Company periodically uses derivative instruments to minimize significant unplanned fluctuations in earnings and cash flows caused by interest rate volatility. The Company's interest rate risk management strategy involves modifying the re-pricing characteristics of certain assets or liabilities so that changes in interest rates do not have a significant effect on net interest income.
The Company recognizes its derivative instruments in the consolidated balance sheet at fair value. On the date the derivative instrument is entered into, the Company designates whether the derivative is part of a hedging relationship (i.e., cash flow or fair value hedge). The Company formally documents relationships between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking hedge transactions. The Company also assesses, both at the hedge's inception and on an ongoing basis, whether the derivatives used in hedging transactions are highly effective in offsetting the changes in cash flows or fair values of hedged items. Changes in fair value of derivative instruments that are highly effective and qualify as cash flow hedges are recorded in other comprehensive income or loss. Any ineffective portion is recorded in earnings. The Company discontinues hedge accounting when it is determined that the derivative is no longer highly effective in offsetting changes of the hedged risk on the hedged item, or management determines that the designation of the derivative as a hedging instrument is no longer appropriate.
In 2016, interest rate swaps were contracted to limit the Company's exposure to rising interest rates on short-term liabilities indexed to one-month London Inter-bank Offered Rates (LIBOR). The interest rate swaps were designated as cash flow hedges.
The details of the interest rate swap agreements are as follows:

					As of September 30	
					2016	2015
Notional Amount	Effective Date	Maturity Date	Variable Index Received	Fixed Rate Paid	Fair Value[1]	Fair Value[1]
$30,000,000	June 28, 2016	June 28, 2021	1-Month USD LIBOR	0.940%	$28,000	$ —
$20,000,000	June 27, 2016	June 27, 2021	1-Month USD LIBOR	0.893%	$62,000	—
$50,000,000					$90,000	$ —

[1] Presented within other assets in the consolidated balance sheet.

The Company would reclassify unrealized gains or losses accounted for within accumulated other comprehensive income (loss) into earnings if the interest rate swaps were to become ineffective or the swaps were to terminate. In the next 12 months, the Company does not believe it will be required to reclassify any unrealized gains or losses accounted for within accumulated other comprehensive income (loss) into earnings as a result of ineffectiveness or swap termination. Amounts paid or received under the swaps are reported in interest expense in the statement of income, and in interest paid in the statement of cash flows.

Note 11 – Mortgage Servicing Rights

FASB ASC Topic 860 "Transfers and Servicing" requires all separately recognized servicing assets and servicing liabilities to be initially measured at fair value, if practicable. The Company's servicing assets and servicing liabilities are reported using the amortization method and carried at the lower of amortized cost or fair value by strata. In evaluating the carrying values of mortgage servicing rights, the Company obtains third party valuations based on loan level data including note rate, type and term of the underlying loans. The model utilizes several assumptions, the most significant of which is loan prepayments, calculated using a three-months moving average of weekly prepayment data published by the Public Securities Association (PSA) and modeled against the serviced loan portfolio, and the discount rate to discount future cash flows. As of September 30, 2016, the prepayment assumption using the PSA model was 271, which translates into an anticipated prepayment rate of 16.24%. The discount rate is the quarterly average 10 year U.S. Treasury plus 3.79%. Other assumptions include delinquency rates, foreclosure rates, servicing cost inflation, and annual unit loan cost. All assumptions are adjusted periodically to reflect current circumstances. Amortization of mortgage servicing rights, as well as write-offs due to prepayments of the related mortgage loans, are recorded as a charge against mortgage servicing fee income.

For the nine months ended September 30, 2016 and 2015, servicing rights capitalized totaled $370,000 and $358,000, respectively. Servicing rights capitalized for the three-month periods ended September 30, 2016 and 2015, were $197,000 and $131,000 respectively. Servicing rights amortized for the nine months ended September 30, 2016 and 2015, were $339,000 and $337,000, respectively. The fair value of servicing rights was $1,683,000, $1,915,000 and $2,014,000 at September 30, 2016, December 31, 2015 and September 30, 2015, respectively. The Bank serviced loans for others totaling $241,028,000, $223,610,000 and $218,624,000 at September 30, 2016, December 31, 2015, and September 30, 2015, respectively. Mortgage servicing rights are included in other assets and detailed in the following table:

	September 30, 2016	December 31, 2015	September 30, 2015
Mortgage servicing rights	$ 5,718,000	$ 5,747,000	$ 6,398,000
Accumulated amortization	(4,560,000)	(4,619,000)	(5,287,000)
Impairment reserve	(87,000)	(35,000)	(16,000)
	$ 1,071,000	$ 1,093,000	$ 1,095,000

Note 12 – Income Taxes

FASB ASC Topic 740 "Income Taxes" defines the criteria that an individual tax position must satisfy for some or all of the benefits of that position to be recognized in a company's financial statements. Topic 740 prescribes a recognition threshold of more-likely-than-not, and a measurement attribute for all tax positions taken or expected to be taken on a tax return, in order for those tax positions to be recognized in the financial statements. The Company is currently open to audit under the statute of limitations by the IRS for the years ended December 31, 2013 through 2015.

Note 13 - Certificates of Deposit

The following table represents the breakdown of certificates of deposit at September 30, 2016 and 2015, and at December 31, 2015:

	September 30, 2016	December 31, 2015	September 30, 2015
Certificates of deposit < $100,000	$192,424,000	$158,529,000	$141,946,000
Certificates $100,000 to $250,000	183,991,000	175,077,000	204,707,000
Certificates $250,000 and over	48,040,000	37,376,000	42,654,000
	$424,455,000	$370,982,000	$389,307,000

Note 14 – Reclassifications

Certain items from the prior year were reclassified in the financial statements to conform with the current year presentation. These do not have a material impact on the consolidated balance sheet or statement of income and comprehensive income presentations.

Note 15 – Fair Value

Certain assets and liabilities are recorded at fair value to provide additional insight into the Company's quality of earnings. Some of these assets and liabilities are measured on a recurring basis while others are measured on a nonrecurring basis, with the determination based upon applicable existing accounting pronouncements. For example, securities available for sale are recorded at fair value on a recurring basis. Other assets, such as, other real estate owned and impaired loans, are recorded at fair value on a nonrecurring basis using the lower of cost or market methodology to determine impairment of individual assets. The Company groups assets and liabilities which are recorded at fair value in three levels, based on the markets in which the assets and liabilities are traded and the reliability of the assumptions used to determine fair value. A financial instrument's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement (with level 1 considered highest and level 3 considered lowest). A brief description of each level follows.

Level 1 - Valuation is based upon quoted prices for identical instruments in active markets.

Level 2 - Valuation is based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market.

Level 3 - Valuation is generated from model-based techniques that use at least one significant assumption not observable in the market. These unobservable assumptions reflect estimates that market participants would use in pricing the asset or liability. Valuation includes use of discounted cash flow models and similar techniques.

The fair value methods and assumptions for the Company's financial instruments and other assets measured at fair value are set forth below.

Cash, Cash Equivalents and Interest-Bearing Deposits in Other Banks
The carrying values of cash equivalents, due from banks and federal funds sold approximate their relative fair values. As such, the Company classifies these financial instruments as Level 1.

Investment Securities
The fair values of investment securities are estimated by independent providers using a market approach with observable inputs, including matrix pricing and recent transactions. In obtaining such valuation information from third parties, the Company has evaluated their valuation methodologies used to develop the fair values in order to determine whether the valuations are representative of an exit price in the Company's principal markets. The Company's principal markets for its securities portfolios are the secondary institutional markets, with an exit price that is predominantly reflective of bid level pricing in those markets. Fair values are calculated based on the value of one unit without regard to any premium or discount that may result from concentrations of ownership of a financial instrument, possible tax ramifications, or estimated transaction costs. If these considerations had been incorporated into the fair value estimates, the aggregate fair value could have been changed. The carrying values of restricted equity securities approximate fair values. As such, the Company classifies investment securities as Level 2.

Loans Held for Sale
Loans held for sale are recorded at the lower of aggregate carrying value or fair value. The fair value of mortgage loans held for sale is based on what secondary markets are currently offering for portfolios with similar characteristics. As such, the Company classifies mortgage loans held for sale as Level 2.

Loans
Fair values are estimated for portfolios of loans with similar financial characteristics. The fair values of performing loans are calculated by discounting scheduled cash flows through the estimated maturity using estimated market discount rates that reflect the credit and interest risk inherent in the loan. The estimates of maturity are based on the Company's historical experience with repayments for each loan classification, modified, as required, by an estimate of the effect of current economic and lending conditions, and the effects of estimated prepayments. Assumptions regarding credit risk, cash flows, and discount rates are judgmentally determined using available market information and specific borrower information. Management has made estimates of fair value using discount rates that it believes to be reasonable. However, because there is no market for many of these financial instruments, Management has no basis to determine whether the fair value presented above would be indicative of the value negotiated in an actual sale. As such, the Company classifies loans as Level 3, except for certain collateral-dependent impaired loans. Fair values of impaired loans are based on estimated cash flows and are discounted using a rate commensurate with the risk associated with the estimated cash flows, or if collateral dependent, discounted to the appraised value of the collateral as determined by reference to sale prices of similar properties, less costs to sell. As such, the Company classifies collateral dependent impaired loans for which a specific reserve results in a fair value measure as Level 2. All other impaired loans are classified as Level 3.

Other Real Estate Owned
Real estate acquired through foreclosure is initially recorded at fair value. The fair value of other real estate owned is based on property appraisals and an analysis of similar properties currently available. As such, the Company records other real estate owned as nonrecurring Level 2.

Mortgage Servicing Rights
Mortgage servicing rights represent the value associated with servicing residential mortgage loans. Servicing assets and servicing liabilities are reported using the amortization method and compared to fair value for impairment. In

evaluating the fair values of mortgage servicing rights, the Company obtains third party valuations based on loan level data including note rate, type and term of the underlying loans. As such, the Company classifies mortgage servicing rights as Level 2.

Accrued Interest Receivable

The fair value estimate of this financial instrument approximates the carrying value as this financial instrument has a short maturity. It is the Company's policy to stop accruing interest on loans for which it is probable that the interest is not collectible. Therefore, this financial instrument has been adjusted for estimated credit loss. As such, the Company classifies accrued interest receivable as Level 2.

Deposits
The fair value of deposits is based on the discounted value of contractual cash flows. The discount rate is estimated using the rates currently offered for deposits of similar remaining maturities. As such, the Company classifies deposits as Level 2.
The fair value estimates do not include the benefit that results from the low-cost funding provided by the deposits compared to the cost of borrowing funds in the market. If that value were considered, the fair value of the Company's net assets could increase.

Borrowed Funds
The fair value of borrowed funds is based on the discounted value of contractual cash flows. The discount rate is estimated using the rates currently available for borrowings of similar remaining maturities. As such, the Company classifies borrowed funds as Level 2.

Derivatives
The fair value of interest rate swaps is determined using inputs that are observable in the market place obtained from third parties including yield curves, publicly available volatilities, and floating indexes and, accordingly, are classified as Level 2 inputs. The credit value adjustments associated with derivatives utilize Level 3 inputs, such as estimates of current credit spreads to evaluate the likelihood of default by the Company and its counterparties. As of September 30, 2016, the Company has assessed the significance of the impact of the credit valuation adjustments on the overall valuation of its derivative positions and has determined that the credit valuation adjustments are not significant to the overall valuation of its derivatives due to collateral postings.

Accrued Interest Payable
The fair value estimate approximates the carrying amount as this financial instrument has a short maturity. The Company classifies accrued interest payable as Level 2.

Off-Balance-Sheet Instruments
Off-balance-sheet instruments include loan commitments. Fair values for loan commitments have not been presented as the future revenue derived from such financial instruments is not significant.

Limitations
Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instrument. These values do not reflect any premium or discount that could result from offering for sale at one time the Company's entire holdings of a particular financial instrument. Because no market exists for a significant portion of the Company's financial instruments, fair value estimates are based on Management's judgments regarding future expected loss experience, current economic conditions, risk characteristics of various financial instruments, and other factors. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates. Fair value estimates are based on existing on- and off-balance-sheet financial instruments without attempting to estimate the value of anticipated future business and the value of assets and liabilities that are not considered financial instruments. Other significant assets and liabilities that are not considered financial instruments include the deferred tax asset, premises and equipment, and other real estate owned. In addition, tax ramifications related to the realization of the unrealized gains and losses can have a significant effect on fair value estimates and have not been considered in any of the estimates.

Assets and Liabilities Recorded at Fair Value on a Recurring Basis
The following tables present the balances of assets and that were measured at fair value on a recurring basis as of September 30, 2016, December 31, 2015 and September 30, 2015.

At September 30, 2016

	Level 1	Level 2	Level 3	Total
Securities available for sale				
Mortgage-backed securities	$ —	$261,514,000	$ —	$261,514,000
State and political subdivisions	—	17,484,000	—	17,484,000
Other equity securities	—	3,295,000	—	3,295,000
Total Securities available for sale	—	282,293,000	—	282,293,000
Interest rate swap agreements	—	90,000	—	90,000
Total assets	$ —	$282,383,000	$ —	$282,383,000

	At December 31, 2015			
	Level 1	Level 2	Level 3	Total
Securities available for sale				
Mortgage-backed securities	$—	$195,110,000	$ —	$195,110,000
State and political subdivisions	—	24,506,000	—	24,506,000
Other equity securities	—	3,423,000	—	3,423,000
Total assets	$—	$223,039,000	$ —	$223,039,000

	At September 30, 2015			
	Level 1	Level 2	Level 3	Total
Securities available for sale				
Mortgage-backed securities	$—	$187,510,000	$ —	$187,510,000
State and political subdivisions	—	25,290,000	—	25,290,000
Other equity securities	—	3,133,000	—	3,133,000
Total assets	$—	$215,933,000	$ —	$215,933,000

Assets and Liabilities Recorded at Fair Value on a Non-Recurring Basis

The following tables include assets measured at fair value on a nonrecurring basis that have had a fair value adjustment since their initial recognition. Other real estate owned is presented net of an allowance of $162,000, $162,000 and $409,000 at September 30, 2016, December 31, 2015, and September 30, 2015, respectively. Only collateral-dependent impaired loans with a related specific allowance for loan losses or a partial charge off are included in impaired loans for purposes of fair value disclosures. Impaired loans below are presented net of specific allowances of $496,000, $292,000 and $394,000 at September 30, 2016, December 31, 2015, and September 30, 2015, respectively.

	At September 30, 2016			
	Level 1	Level 2	Level 3	Total
Other real estate owned	$—	$855,000	$ —	$855,000
Impaired loans	—	1,311,000	—	1,311,000
Total assets	$—	$2,166,000	$ —	$2,166,000

	At December 31, 2015			
	Level 1	Level 2	Level 3	Total
Other real estate owned	$—	$1,532,000	$ —	$1,532,000
Impaired loans	—	699,000	—	699,000
Total assets	$—	$2,231,000	$ —	$2,231,000

	At September 30, 2015			
	Level 1	Level 2	Level 3	Total
Other real estate owned	$—	$1,916,000	$ —	$1,916,000
Impaired loans	—	1,413,000	—	1,413,000
Total assets	$—	$3,329,000	$ —	$3,329,000

Fair Value of Financial Instruments

FASB ASC Topic 825 "Financial Instruments" requires disclosures of fair value information about financial instruments, whether or not recognized in the balance sheet, if the fair values can be reasonably determined. Fair value is best determined based upon quoted market prices. However, in many instances, there are no quoted market prices for the Company's various financial instruments. In cases where quoted market prices are not available, fair values are based on estimates using present value or other valuation techniques using observable inputs when available. Those techniques are significantly affected by the assumptions used, including the discount rate and estimates of future cash flows. Accordingly, the fair value estimates may not be realized in an immediate settlement of the instrument. Topic 825 excludes certain financial instruments and all nonfinancial instruments from its disclosure requirements. Accordingly, the aggregate fair value amounts presented may not necessarily represent the underlying fair value of the Company.

The carrying amount and estimated fair values for financial instruments as of September 30, 2016 were as follows:

	Carrying value	Estimated fair value	Level 1	Level 2	Level 3
Financial assets					
Cash and cash equivalents	$23,456,000	$23,456,000	$23,456,000	$—	$ —
Interest bearing deposits in other banks	15,098,000	15,098,000	15,098,000	—	—
Securities available for sale	282,293,000	282,293,000	—	282,293,000	—
Securities to be held to maturity	188,770,000	195,797,000	—	195,797,000	—
Restricted equity securities	14,048,000	14,048,000	—	14,048,000	—
Loans held for sale	1,228,000	1,228,000	—	1,228,000	—
Loans (net of allowance for loan losses)					
Commercial					
Real estate	293,167,000	289,015,000	—	544,000	288,471,000
Construction	18,452,000	18,191,000	—	—	18,191,000
Other	129,258,000	129,143,000	—	—	129,143,000
Municipal	26,132,000	27,270,000	—	—	27,270,000
Residential					
Term	401,597,000	409,916,000	—	703,000	409,213,000
Construction	14,226,000	14,170,000	—	—	14,170,000
Home equity line of credit	110,989,000	110,220,000	—	—	110,220,000
Consumer	24,873,000	24,724,000	—	64,000	24,660,000
Total loans	1,018,694,000	1,022,649,000	—	1,311,000	1,021,338,000
Mortgage servicing rights	1,071,000	1,683,000	—	1,683,000	—
Interest rate swap agreements	90,000	90,000	—	90,000	—
Accrued interest receivable	5,079,000	5,079,000	—	5,079,000	—
Financial liabilities					
Demand deposits	$158,476,000	$163,498,000	$—	$163,498,000	$ —
NOW deposits	295,708,000	296,393,000	—	296,393,000	—
Money market deposits	76,685,000	71,714,000	—	71,714,000	—
Savings deposits	218,425,000	206,331,000	—	206,331,000	—
Local certificates of deposit	211,402,000	213,622,000	—	213,622,000	—
National certificates of deposit	213,053,000	213,332,000	—	213,332,000	—
Total deposits	1,173,749,000	1,164,890,000	—	1,164,890,000	—
Repurchase agreements	87,970,000	87,246,000	—	87,246,000	—
Federal Home Loan Bank advances	180,128,000	181,918,000	—	181,918,000	—
Total borrowed funds	268,098,000	269,164,000	—	269,164,000	—
Accrued interest payable	508,000	508,000	—	508,000	—

The carrying amounts and estimated fair values for financial instruments as of December 31, 2015 were as follows:

	Carrying value	Estimated fair value	Level 1	Level 2	Level 3
Financial assets					
Cash and cash equivalents	$14,299,000	$14,299,000	$14,299,000	$—	$ —
Interest bearing deposits in other banks	4,013,000	4,013,000	4,013,000	—	—
Securities available for sale	223,039,000	223,039,000	—	223,039,000	—
Securities to be held to maturity	240,023,000	243,123,000	—	243,123,000	—
Restricted equity securities	14,257,000	14,257,000	—	14,257,000	—
Loans held for sale	349,000	349,000	—	349,000	—
Loans (net of allowance for loan losses)					
Commercial					
Real estate	265,616,000	262,763,000	—	—	262,763,000
Construction	24,166,000	23,906,000	—	—	23,906,000
Other	126,551,000	126,141,000	—	—	126,141,000
Municipal	19,730,000	20,331,000	—	—	20,331,000
Residential					
Term	401,315,000	405,315,000	—	—	405,315,000
Construction	8,421,000	8,379,000	—	—	8,379,000
Home equity line of credit	109,101,000	108,118,000	—	699,000	107,419,000
Consumer	23,822,000	23,754,000	—	—	23,754,000
Total loans	978,722,000	978,707,000	—	699,000	978,008,000
Mortgage servicing rights	1,093,000	1,915,000	—	1,915,000	—
Accrued interest receivable	4,912,000	4,912,000	—	4,912,000	—
Financial liabilities					
Demand deposits	$130,566,000	$125,651,000	$—	$125,651,000	$ —
NOW deposits	242,638,000	224,627,000	—	224,627,000	—
Money market deposits	92,994,000	82,050,000	—	82,050,000	—
Savings deposits	206,009,000	181,010,000	—	181,010,000	—
Local certificates of deposit	201,420,000	201,013,000	—	201,013,000	—
National certificates of deposit	169,562,000	169,617,000	—	169,617,000	—
Total deposits	1,043,189,000	983,968,000	—	983,968,000	—
Repurchase agreements	87,103,000	82,168,000	—	82,168,000	—
Federal Home Loan Bank advances	250,354,000	250,027,000	—	250,027,000	—
Total borrowed funds	337,457,000	332,195,000	—	332,195,000	—
Accrued interest payable	435,000	435,000	—	435,000	—

The carrying amount and estimated fair values for financial instruments as of September 30, 2015 were as follows:

	Carrying value	Estimated fair value	Level 1	Level 2	Level 3
Financial assets					
Cash and cash equivalents	$19,169,000	$19,169,000	$19,169,000	$—	$ —
Interest bearing deposits in other banks	301,000	301,000	301,000	—	—
Securities available for sale	215,933,000	215,933,000	—	215,933,000	—
Securities to be held to maturity	245,322,000	248,344,000	—	248,344,000	—
Restricted equity securities	13,912,000	13,912,000	—	13,912,000	—
Loans held for sale	200,000	200,000	—	200,000	—
Loans (net of allowance for loan losses)					
Commercial					
Real estate	264,807,000	262,197,000	—	—	262,197,000
Construction	22,927,000	22,701,000	—	—	22,701,000
Other	117,379,000	117,427,000	—	—	117,427,000
Municipal	21,357,000	21,907,000	—	—	21,907,000
Residential					
Term	383,691,000	390,392,000	—	1,413,000	388,979,000
Construction	12,002,000	11,960,000	—	—	11,960,000
Home equity line of credit	108,265,000	107,589,000	—	—	107,589,000
Consumer	23,046,000	23,117,000	—	—	23,117,000
Total loans	953,474,000	957,290,000	—	1,413,000	955,877,000
Mortgage servicing rights	1,095,000	2,014,000	—	2,014,000	—
Accrued interest receivable	5,189,000	5,189,000	—	5,189,000	—
Financial liabilities					
Demand deposits	$128,555,000	$124,979,000	$—	$124,979,000	$ —
NOW deposits	246,155,000	230,680,000	—	230,680,000	—
Money market deposits	95,217,000	84,535,000	—	84,535,000	—
Savings deposits	199,131,000	176,791,000	—	176,791,000	—
Local certificates of deposit	195,607,000	196,663,000	—	196,663,000	—
National certificates of deposit	193,700,000	193,774,000	—	193,774,000	—
Total deposits	1,058,365,000	1,007,422,000	—	1,007,422,000	—
Repurchase agreements	100,498,000	95,078,000	—	95,078,000	—
Federal Home Loan Bank advances	196,871,000	197,795,000	—	197,795,000	—
Total borrowed funds	297,369,000	292,873,000	—	292,873,000	—
Accrued interest payable	499,000	499,000	—	499,000	—

Note 16 – Impact of Recently Issued Accounting Standards

In January 2016, the FASB issued Accounting Standards Update ("ASU") No. 2016-01, Financial Instruments - Overall: Recognition and Measurement of Financial Assets and Financial Liabilities. The ASU was issued to enhance the reporting model for financial instruments to provide users of financial statements with more decision-useful information. This ASU changes how entities account for equity investments that do not result in consolidation and are not accounted for under the equity method of accounting. The ASU also changes certain disclosure requirements and other aspects of U.S. GAAP, including a requirement for public business entities to use the exit price notion when measuring the fair value of financial instruments for disclosure purposes. The ASU is effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years. The ASU will not have a material effect on the Company's consolidated financial statements.

In February 2016, the FASB issued ASU No. 2016-02, Leases (Topic 842). The ASU was issued to increase transparency and comparability among organizations by recognizing lease assets and lease liabilities on the balance sheet and disclosing key information about leasing arrangements. The ASU is effective for annual periods, and interim periods within those annual periods, beginning after December 15, 2018. Management is reviewing the guidance in the ASU to determine whether it will have a material effect on the Company’s consolidated financial statements.

In June 2016, the FASB issued ASU No. 2016-13, Financial Instruments-Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments. Under the new guidance, which will replace the existing incurred loss model for recognizing credit losses, banks and other lending institutions will be required to recognize the full amount of expected credit losses. The new guidance, which is referred to as the current expected credit loss model, requires that expected credit losses for financial assets held at the reporting date that are accounted for at amortized cost be measured and recognized based on historical experience and current and reasonably supportable forecasted conditions to reflect the full amount of expected credit losses. A modified version of these requirements also applies to debt securities classified as available for sale. The ASU is effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. Early adoption is permitted for fiscal years beginning after December 15, 2018, including interim periods within such years. The Company is evaluating the potential impact of the ASU on its consolidated financial statements.

Item 2 – Management's Discussion and Analysis of Financial Condition
and Results of Operations
The First Bancorp, Inc. and Subsidiary
Forward-Looking Statements

This report contains statements that are "forward-looking statements." We may also make written or oral forward-looking statements in other documents we file with the Securities and Exchange Commission ("SEC"), in our annual reports to shareholders, in press releases and other written materials, and in oral statements made by our officers, directors or employees. You can identify forward-looking statements by the use of the words "believe," "expect," "anticipate," "intend," "estimate," "assume," "outlook," "will," "should," and other expressions that predict or indicate future events and trends and which do not relate to historical matters. You should not rely on forward-looking statements, because they involve known and unknown risks, uncertainties and other factors, some of which are beyond the control of the Company. These risks, uncertainties and other factors may cause the actual results, performance or achievements of the Company to be materially different from the anticipated future results, performance or achievements expressed or implied by the forward-looking statements.

Some of the factors that might cause these differences include the following: changes in general national, regional or international economic conditions or conditions affecting the banking or financial services industries or financial capital markets, volatility and disruption in national and international financial markets, government intervention in the U.S. financial system, reductions in net interest income resulting from interest rate volatility as well as changes in the balance and mix of loans and deposits, reductions in the market value of wealth management assets under administration, changes in the value of securities and other assets, reductions in loan demand, changes in loan collectability, default and charge-off rates, changes in the size and nature of the Company's competition, changes in legislation or regulation and accounting principles, policies and guidelines, and changes in the assumptions used in making such forward-looking statements. In addition, the factors described under "Risk Factors" in Item 1A of our Annual Report on Form 10-K for the fiscal year ended December 31, 2015, as filed with the SEC, may result in these differences. You should carefully review all of these factors, and you should be aware that there may be other factors that could cause these differences. These forward-looking statements were based on information, plans and estimates at the date of this quarterly report, and we assume no obligation to update any forward-looking statements to reflect changes in underlying assumptions or factors, new information, future events or other changes.

Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, actual results may differ materially from the results discussed in these forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. The Company undertakes no obligation to republish revised forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. Readers are also urged to carefully review and consider the various disclosures made by the Company, which attempt to advise interested parties of the facts that affect the Company's business.

Critical Accounting Policies

Management's discussion and analysis of the Company's financial condition is based on the consolidated financial statements which are prepared in accordance with GAAP. The preparation of such financial statements requires Management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and related disclosure of contingent assets and liabilities. On an ongoing basis, Management evaluates its estimates, including those related to the allowance for loan losses, goodwill, the valuation of mortgage servicing rights, and other-than-temporary impairment on securities. Management bases its estimates on historical experience and on various other assumptions that are believed to be reasonable under the circumstances, the results of which form the basis in making judgments about the carrying values of assets that are not readily apparent from other sources. Actual results could differ from the amount derived from Management's estimates and assumptions under different assumptions or conditions.

Allowance for Loan Losses. Management believes the allowance for loan losses requires the most significant estimates and assumptions used in the preparation of the consolidated financial statements. The allowance for loan losses is based on Management's evaluation of the level of the allowance required in relation to the estimated loss exposure in the loan portfolio. Management believes the allowance for loan losses is a significant estimate and therefore regularly evaluates it to determine the appropriate level by taking into consideration factors such as prior loan loss experience, the character and size of the loan portfolio, business and economic conditions and Management's estimation of potential losses. The use of different estimates or assumptions could produce different provisions for loan losses.

Goodwill. Management utilizes numerous techniques to estimate the value of various assets held by the Company, including methods to determine the appropriate carrying value of goodwill as required under FASB ASC Topic 350 "Intangibles – Goodwill and Other." In addition, goodwill from a purchase acquisition is subject to ongoing periodic impairment tests, which include an evaluation of the ongoing assets, liabilities and revenues from the acquisition and an estimation of the impact of business conditions.

Mortgage Servicing Rights. The valuation of mortgage servicing rights is a critical accounting policy which requires significant estimates and assumptions. The Bank often sells mortgage loans it originates and retains the ongoing servicing of such loans, receiving a fee for these services, generally 0.25% of the outstanding balance of the loan per annum. Mortgage servicing rights are recognized at fair value when they are acquired through the sale of loans, and are reported in other assets. They are amortized into non-interest income in proportion to, and over the period of, the estimated future net servicing income of the underlying financial assets. The rights are subsequently carried at the lower of amortized cost or fair value. Management uses an independent firm which specializes in the valuation of mortgage servicing rights to determine the fair value which is recorded on the balance sheet. The most important assumption is the anticipated loan prepayment rate, and increases in prepayment speed results in lower valuations of mortgage servicing rights. The valuation also includes an evaluation for impairment based upon the fair value of the rights, which can vary depending upon current interest rates and prepayment expectations, as compared to amortized cost. Impairment is determined by stratifying rights by predominant characteristics, such as interest rates and terms. The use of different assumptions could produce a different valuation. All of the assumptions are based on standards the Company believes would be utilized by market participants in valuing mortgage servicing rights and are consistently derived and/or benchmarked against independent public sources.

Other-Than-Temporary Impairment on Securities. One of the significant estimates related to investment securities is the evaluation of other-than-temporary impairments. The evaluation of securities for other-than-temporary impairments is a quantitative and qualitative process, which is subject to risks and uncertainties and is intended to determine whether declines in the fair value of investments should be recognized in current period earnings. The risks and uncertainties include changes in general economic conditions, the issuer's financial condition and/or future prospects, the effects of changes in interest rates or credit spreads and the expected recovery period of unrealized losses. Securities that are in an unrealized loss position are reviewed at least quarterly to determine if other-than-temporary impairment is present based on certain quantitative and qualitative factors and measures. The primary factors considered in evaluating whether a decline in value of securities is other-than-temporary include: (a) the length of time and extent to which the fair value has been less than cost or amortized cost and the expected recovery period of the security, (b) the financial condition, credit rating and future prospects of the issuer, (c) whether the debtor is current on contractually obligated interest and principal payments, (d) the volatility of the securities' market price, (e) the intent and ability of the Company to retain the investment for a period of time sufficient to allow for recovery, which may be at maturity and (f) any other information and observable data considered relevant in determining whether other-than-temporary impairment has occurred, including the expectation of receipt of all principal and interest when due.

Derivative Financial Instruments Designated as Hedges. The Company recognizes all derivatives in the consolidated balance sheets at fair value. On the date the Company enters into the derivative contract, the Company designates the derivative as a hedge of either a forecasted transaction or the variability of cash flows to be received or paid related to a recognized asset or liability ("cash flow hedge"), a hedge of the fair value of a recognized asset or liability or of an unrecognized firm commitment ("fair value hedge"), or a held for trading instrument ("trading instrument"). The Company formally documents relationships between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedge transactions. The Company also assesses, both at the hedge's inception and on an ongoing basis, whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows or fair values of hedged items. Changes in fair value of a derivative that is effective and that qualifies as a cash flow hedge are recorded in other comprehensive income (loss) and are reclassified into earnings when the forecasted transaction or related cash flows affect earnings. Changes in fair value of a derivative that qualifies as a fair value hedge and the change in fair value of the hedged item are both recorded in earnings and offset each other when the transaction is effective. Those derivatives that are classified as trading instruments are recorded at fair value with changes in fair value recorded in earnings. The Company discontinues hedge accounting when it determines that the derivative is no longer effective in offsetting changes in the cash flows of the hedged item, that it is unlikely that the forecasted transaction will occur, or that the designation of the derivative as a hedging instrument is no longer appropriate.

Use of Non-GAAP Financial Measures

Certain information in Management's Discussion and Analysis of Financial Condition and Results of Operations and elsewhere in this Report contains financial information determined by methods other than in accordance with GAAP. Management uses these "non-GAAP" measures in its analysis of the Company's performance and believes that these non-GAAP financial measures provide a greater understanding of ongoing operations and enhance comparability of results with prior periods as well as demonstrating the effects of significant gains and charges in the current period. The Company believes that a meaningful analysis of its financial performance requires an understanding of the factors underlying that performance. Management believes that investors may use these non-GAAP financial measures to analyze financial performance without the impact of unusual items that may obscure trends in the Company's underlying performance. These disclosures should not be viewed as a substitute for operating results determined in accordance with GAAP, nor are they necessarily comparable to non-GAAP performance measures that may be presented by other companies.

In several places net interest income is presented on a fully taxable-equivalent basis. Specifically included in interest income was tax-exempt interest income from certain investment securities and loans. An amount equal to the tax benefit derived from this tax exempt income has been added back to the interest income total which, as adjusted, increased net interest income accordingly. Management believes the disclosure of tax-equivalent net interest income information improves the clarity of financial analysis, and is particularly useful to investors in understanding and evaluating the changes and trends in the Company's results of operations. Other financial institutions commonly present net interest income on a tax-equivalent basis. This adjustment is considered helpful in the comparison of one financial institution's net interest income to that of another, as each will have a different proportion of tax-exempt interest from its earning assets. Moreover, net interest income is a component of a second financial measure commonly used by financial institutions, net interest margin, which is the ratio of net interest income to average earning assets. For purposes of this measure as well, other financial institutions generally use tax-equivalent net interest income to provide a better basis of comparison from institution to institution. The Company follows these practices. The following table provides a reconciliation of tax-equivalent financial information to the Company's consolidated financial statements prepared in accordance with GAAP. A 35.0% tax rate was used in both 2016 and 2015.

	For the nine months ended September 30,		For the quarter ended September 30,	
Dollars in thousands	2016	2015	2016	2015
Net interest income as presented	$32,209	$30,291	$10,529	$10,511
Effect of tax-exempt income	2,291	2,332	785	775
Net interest income, tax equivalent	$34,500	$32,623	$11,314	$11,286

The Company presents its efficiency ratio using non-GAAP information which is most commonly used by financial institutions. The GAAP-based efficiency ratio is noninterest expenses divided by net interest income plus noninterest income from the Consolidated Statements of Income and Comprehensive Income (Loss). The non-GAAP efficiency ratio excludes securities losses and other-than-temporary impairment charges from noninterest expenses, excludes securities gains from noninterest income, and adds the tax-equivalent adjustment to net interest income. The following table provides a reconciliation between the GAAP and non-GAAP efficiency ratio:

	For the nine months ended September 30,		For the quarter ended September 30,	
Dollars in thousands	2016	2015	2016	2015
Non-interest expense, as presented	$21,850	$21,952	$7,405	$7,707
Net interest income, as presented	32,209	30,291	10,529	10,511
Effect of tax-exempt income	2,291	2,332	785	775
Non-interest income, as presented	9,439	9,467	3,469	2,975
Effect of non-interest tax-exempt income	267	136	89	45
Net securities gains	(668)	(1,396)	(137)	(1)
Adjusted net interest income plus non-interest income	$43,538	$40,830	$14,735	$14,305
Non-GAAP efficiency ratio	50.19%	53.76%	50.25%	53.88%
GAAP efficiency ratio	52.46%	55.21%	52.90%	57.15%

The Company presents certain information based upon average tangible shareholders' common equity instead of total average shareholders' equity. The difference between these measures is the Company's intangible assets, specifically goodwill from prior acquisitions. Management, banking regulators and many stock analysts use the tangible common equity ratio and the tangible book value per common share in conjunction with more traditional bank capital ratios to compare the capital adequacy of banking organizations with significant amounts of goodwill or other intangible assets, typically stemming from the use of the purchase accounting method in accounting for mergers and acquisitions. The following table provides a reconciliation of average tangible shareholders' common equity to the Company's consolidated financial statements, which have been prepared in accordance with GAAP:

Dollars in thousands	For the nine months ended September 30, 2016	2015	For the quarter ended September 30, 2016	2015
Average shareholders' equity as presented	$174,415	$165,421	$177,312	$166,571
Less average intangible assets	(30,092)	(30,137)	(30,082)	(30,125)
Average tangible shareholders' common equity	$144,323	$135,284	$147,230	$136,446

Executive Summary

Net income for the nine months ended September 30, 2016 was $13.7 million, up $1.3 million or 10.1% from the same period in 2015. Earnings per common share on a fully diluted basis were $1.27 for the nine months ended September 30, 2016, up $0.11 or 9.5% from the $1.16 posted for the same period in 2015. For the quarter ended September 30, 2016, net income was $4.6 million, up $374,000 or 8.9% from the same period in 2015. Earnings per common share on a fully diluted basis were $0.42 for the quarter ended September 30, 2016, up $0.03 or 7.7% from the $0.39 posted in 2015. Compared to the previous quarter, net income was down $62,000 or 1.3% and earnings per common share on a fully diluted basis were down $0.01 or 2.3%.

This was the best performance for the first nine months of the year in the Company's history. It was also the second best quarter in the Company's history, just $62,000 below the record set in the second quarter of this year. Increased net interest income continues to drive our 2016 performance, the result of strong growth in earning assets. We maintained the quarterly dividend at 23 cents per share in the third quarter and we continue to pay out more than half of our net income to our shareholders in the form of cash dividends.

Net interest income on a tax-equivalent basis was up $1.9 million or 5.8% in the nine months ended September 30, 2016 compared to the same period in 2015, with all of the increase attributable to growth in earning assets, specifically in the loan portfolio, and a small takeaway attributable to our net interest margin slipping to 3.08% in 2016 versus 3.09% in 2015 due to securities calls.

For the quarter ended September 30, 2016, net interest income on a tax-equivalent basis increased $28,000 or 0.2% compared to the same period in 2015. Compared to the previous quarter, net interest income on a tax-equivalent basis was down $396,000 or 3.4%.

Non-interest income for the nine months ended September 30, 2016 was $28,000 or 0.3% lower than in the nine months ended September 30, 2015. This was primarily due to a lower level of gains from sale of securities. This was greatly offset, however, by a $441,000 or 40.3% increase in mortgage origination and servicing income. Non-interest expense for the nine months ended September 30, 2016 was $102,000 or 0.5% lower than in the same period in 2015, primarily due to a reduction in other-credit-related costs outside of the provision for loan losses.

This reduction in other-credit-related costs was driven by continued improvement in credit quality. Non-performing assets stood at 0.49% of total assets as of September 30, 2016 - well below the 0.65% of total assets as of September 30, 2015 and down from 0.57% as of December 31, 2015. Total past-due loans were 0.95% of total loans as of September 30, 2016, compared to 0.84% of total loans as of December 31, 2015, and down from 1.01% as of September 30, 2015.

The provision for loan losses for the first nine months of 2016 was $1.1 million, $25,000 or 2.3% higher than in the same period in 2015. Net loan chargeoffs for the nine months ended September 30, 2016 were $743,000 or 0.10% of average loans on an annualized basis. This was down $1.0 million from net chargeoffs of $1.8 million or 0.25% of average loans on an annualized basis for the nine months ended September 30, 2015. The allowance for loan losses increased $382,000 between December 31, 2015 and September 30, 2016, and is 1.00% of loans outstanding as of September 30, 2016, even with December 31, 2015 and September 30, 2015.

Total assets have increased $70.3 million or 4.5% year-to-date. The loan portfolio increased $40.4 million or 4.1% in the nine months ended September 30, 2016 and $65.8 million or 6.8% from a year ago. After topping the $1.0 billion mark in the first quarter of this year, the loan portfolio dropped slightly in the third quarter. This was partly due to lines of credit paying down earlier than expected. The majority of the loan growth has been in commercial and municipal loans, with modest growth in other loan categories. The investment portfolio has increased $7.8 million year-to-date and increased $9.9 million or 2.1% from a year ago. On the liability side of the balance sheet, low-cost deposits have increased $93.4 million or 16.1% year-to-date and increased $98.8 million or 17.2% over the past year. Local certificates of deposit ("CDs") increased $10.0 million and wholesale CDs increased $43.5 million over the past year.

Remaining well capitalized remains a top priority for The First Bancorp, Inc. Since December 31, 2008, the Company's total risk-based capital ratio has increased from 11.13% to 16.49%, well above the well-capitalized threshold of 10.0% set by the Federal Deposit Insurance Corporation.

The Company's operating ratios remain good, with a return on average tangible common equity of 12.67% for the nine months ended September 30, 2016 compared to 12.29% for the same period in 2015. Based upon June 30, 2016 data, our return on average tangible common equity was in the top 15% of all banks in the UBPR peer group, which had an average return on equity of 9.46%. Our efficiency ratio continues to be an important component in our overall performance and dropped over 3.0% to 50.19% for the nine months ended September 30, 2016, from 53.76% for the same period in 2015. This ratio remains well below the UBPR peer group average of 64.25% as of June 30, 2016.

Net Interest Income

Total interest income of $40.2 million for the nine months ended September 30, 2016 was an increase of $2.4 million or 6.3% compared to total interest income of $37.8 million for the same period of 2015. Total interest expense of $8.0 million for the nine months ended September 30, 2016 was an increase of $469,000 or 6.3% compared to total interest expense for the nine months ended September 30, 2015. As a result, net interest income of $32.2 million for the nine months ended September 30, 2016 was an increase of $1.9 million or 6.3% compared to net interest income of $30.3 million for the same period ended September 30, 2015. The Company's net interest margin on a tax-equivalent basis decreased from 3.09% for the nine months ended September 30, 2015 to 3.08% for the nine months ended September 30, 2016. Tax-exempt interest income amounted to $4.2 million for the nine months ended September 30, 2016 and $4.3 million for the same period of 2015.

Total interest income of $13.3 million for the quarter ended September 30, 2016 is a 3.5% increase from total interest income of $12.8 million in the comparable period of 2015. Total interest expense of $2.8 million for the quarter ended September 30, 2016 is a 18.6% increase from total interest expense of $2.3 million for the comparable period of 2015. As a result, net interest income increased 0.2% or $18,000 to $10.5 million for the quarter ended September 30, 2016, from the same period in 2015. The Company's net interest margin on a tax-equivalent basis decreased from 3.11% for the quarter ended September 30, 2015 to 2.98% for the quarter ended September 30, 2016. Tax-exempt interest income amounted to $1.5 million and $1.4 million for the quarters ended September 30, 2016 and 2015, respectively.

The following tables present the amount of interest earned or paid, as well as the average yield or rate on an annualized basis, for each major category of assets or liabilities for the nine months and quarters ended September 30, 2016 and 2015. Tax-exempt income is calculated on a tax-equivalent basis, using a 35.0% tax rate in 2016 and 2015.

	For the nine months ended			
	September 30, 2016		September 30, 2015	
Dollars in thousands	Amount of interest	Average Yield/Rate	Amount of interest	Average Yield/Rate
Interest on earning assets				
Interest-bearing deposits	$17	0.40%	$16	0.25%
Investments	12,412	3.51%	12,607	3.71%
Loans held for sale	20	3.74%	12	3.71%
Loans	30,001	3.94%	27,469	3.88%
Total interest income	42,450	3.79%	40,104	3.80%
Interest expense				
Deposits	4,382	0.60%	3,995	0.58%
Other borrowings	3,568	1.59%	3,486	1.62%
Total interest expense	7,950	0.83%	7,481	0.83%
Net interest income	$34,500		$32,623	
Interest rate spread		2.95%		2.97%
Net interest margin		3.08%		3.09%

Dollars in thousands	For the quarters ended September 30, 2016 Amount of interest	Average Yield/Rate	September 30, 2015 Amount of interest	Average Yield/Rate
Interest on earning assets				
Interest-bearing deposits	$9	0.83 %	$3	0.29 %
Investments	3,940	3.33 %	4,290	3.58 %
Loans held for sale	7	2.55 %	5	3.71 %
Loans	10,112	3.90 %	9,310	3.84 %
Total interest-earning assets	14,068	3.71 %	13,608	3.74 %
Interest expense				
Deposits	1,538	0.61 %	1,236	0.52 %
Other borrowings	1,216	1.76 %	1,086	1.51 %
Total interest expense	2,754	0.86 %	2,322	0.75 %
Net interest income	$11,314		$11,286	
Interest rate spread		2.85 %		2.99 %
Net interest margin		2.98 %		3.11 %

The following tables present changes in interest income and expense attributable to changes in interest rates and volume for interest-earning assets and liabilities for the nine months and quarter ended September 30, 2016 compared to 2015. Tax-exempt income is calculated on a tax-equivalent basis, using a 35.0% tax rate in 2016 and 2015.

For the nine months ended September 30, 2016
compared to 2015

Dollars in thousands	Volume	Rate	Rate/Volume[1]	Total
Interest on earning assets				
Interest-bearing deposits	$(5)	$10	$ (4)	$1
Investment securities	491	(660)	(26)	(195)
Loans held for sale	8	—	—	8
Loans	2,023	474	35	2,532
Change in interest income	2,517	(176)	5	2,346
Interest expense				
Deposits	247	132	8	387
Other borrowings	145	(60)	(3)	82
Change in interest expense	392	72	5	469
Change in net interest income	$2,125	$(248)	$ —	$1,877

[1] Represents the change attributable to a combination of change in rate and change in volume.

For the quarter ended September 30, 2016 compared to 2015				
Dollars in thousands	Volume	Rate	Rate/Volume[1]	Total
Interest on earning assets				
Interest-bearing deposits	$ —	$ 5	$ 1	$ 6
Investment securities	(43)	(310)	3	(350)
Loans held for sale	5	(2)	(1)	2
Loans	691	103	8	802
Change in interest income	653	(204)	11	460
Interest expense				
Deposits	80	208	14	302
Other borrowings	(43)	181	(8)	130
Change in interest expense	37	389	6	432
Change in net interest income	$ 616	$ (593)	$ 5	$ 28

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Average Daily Balance Sheets

The following table shows the Company's average daily balance sheets for the nine months and quarters ended September 30, 2016 and 2015.

Dollars in thousands	For the nine months ended September 30, 2016	For the nine months ended September 30, 2015	For the quarters ended September 30, 2016	For the quarters ended September 30, 2015
Assets				
Cash and cash equivalents	$17,856	$14,907	$23,933	$15,736
Interest-bearing deposits in other banks	5,693	8,610	4,331	4,061
Securities available for sale	236,179	182,944	261,422	214,641
Securities to be held to maturity	221,230	257,306	195,281	247,373
Restricted equity securities, at cost	14,444	13,912	14,436	13,912
Loans held for sale	714	432	1,092	535
Loans	1,016,958	947,209	1,032,567	961,192
Allowance for loan losses	(10,203)	(10,066)	(10,300)	(9,841)
Net loans	1,006,755	937,143	1,022,267	951,351
Accrued interest receivable	5,339	5,083	5,097	4,963
Premises and equipment	21,376	22,197	21,158	21,922
Other real estate owned	1,379	2,565	903	2,273
Goodwill	29,805	29,805	29,805	29,805
Other assets	32,893	22,757	33,862	23,803
Total Assets	$1,593,663	$1,497,661	$1,613,587	$1,530,375
Liabilities & Shareholders' Equity				
Demand deposits	$127,587	$110,420	$144,067	$122,999
NOW deposits	247,409	211,070	258,354	224,913
Money market deposits	76,445	100,649	75,120	100,668
Savings deposits	207,967	182,108	212,709	195,028
Certificates of deposit	444,871	426,089	455,915	420,333
Total deposits	1,104,279	1,030,336	1,146,165	1,063,941
Borrowed funds – short term	170,047	143,077	137,970	152,233
Borrowed funds – long term	130,128	145,136	136,620	133,762
Dividends payable	961	1,093	997	1,146
Other liabilities	13,833	12,598	14,523	12,722
Total Liabilities	1,419,248	1,332,240	1,436,275	1,363,804
Shareholders' Equity:				
Common stock	108	107	108	107
Additional paid-in capital	60,152	59,361	60,368	59,548
Retained earnings	111,535	104,137	113,722	105,742
Net unrealized gain on securities available-for-sale	2,913	2,014	3,438	1,388
Net unrealized loss on securities transferred from available for sale to held to maturity	(124)	(73)	(130)	(89)
Net unrealized loss on cash flow hedging derivative instruments	(13)	—	(38)	—
Net unrealized loss on postretirement benefit costs	(156)	(125)	(156)	(125)
Total Shareholders' Equity	174,415	165,421	177,312	166,571
Total Liabilities & Shareholders' Equity	$1,593,663	$1,497,661	$1,613,587	$1,530,375

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Non-Interest Income
Non-interest income of $9.4 million for the nine months ended September 30, 2016 is a decrease of $28,000 compared to the same period in 2015. This was primarily due to a lower level of gains from sale of securities. This was greatly offset, however, by a $441,000 or 40.3% increase in mortgage origination and servicing income. Non-interest income was $3.5 million for the quarter ended September 30, 2016, an increase of 16.6% from the $3.0 million reported for the quarter ended September 30, 2015. This increase was attributable to the increase in mortgage origination and servicing income.
Non-Interest Expense
Non-interest expense of $21.9 million for the nine months ended September 30, 2016 is a decrease of 0.5% or $102,000 compared to non-interest expense of $22.0 million for the same period in 2015, primarily due to a reduction in other-credit-related costs outside of the provision for loan losses. The Company's efficiency ratio has dropped more than 3.0% to 50.19% for the nine months ended September 30, 2016 from 53.76% for the same period in 2015. Noninterest expense of $7.4 million for the quarter ended September 30, 2016 is a decrease of 3.9% compared to noninterest expense of $7.7 million for the same period in 2015 due to the reasons mentioned above.
Income Taxes
Income taxes on operating earnings were $5.0 million for the nine months ended September 30, 2016, up $715,000 from the same period in 2015. This is in line with the increase in the Company's level of income before income taxes.
Investments
The Company's investment portfolio increased by $7.8 million between December 31, 2015, and September 30, 2016. As of September 30, 2016, mortgage-backed securities had a carrying value of $295.7 million and a fair value of $297.1 million. Of this total, securities with a fair value of $199.8 million or 67.3% of the mortgage-backed portfolio were issued by the Government National Mortgage Association and securities with a fair value of $97.3 million or 32.7% of the mortgage-backed portfolio were issued by the Federal Home Loan Mortgage Corporation and the Federal National Mortgage Association.
The Company's investment securities are classified into two categories: securities available for sale and securities to be held to maturity. Securities available for sale consist primarily of debt securities which Management intends to hold for indefinite periods of time. They may be used as part of the Company's funds management strategy, and may be sold in response to changes in interest rates, prepayment risk and liquidity needs, to increase capital ratios, or for other similar reasons. Securities to be held to maturity consist primarily of debt securities that the Company has acquired solely for long-term investment purposes, rather than potential future sale. For securities to be categorized as held to maturity Management must have the intent and the Company must have the ability to hold such investments until their respective maturity dates. The Company does not hold trading account securities.
All investment securities are managed in accordance with a written investment policy adopted by the Board of Directors. It is the Company's general policy that investments for either portfolio be limited to government debt obligations, time deposits, and corporate bonds or commercial paper with one of the three highest ratings given by a nationally recognized rating agency. The portfolio is currently invested primarily in U.S. Government agency securities and tax-exempt obligations of states and political subdivisions. The individual securities have been selected to enhance the portfolio's overall yield while not materially adding to the Company's level of interest rate risk.
During the third quarter of 2014, the Company transferred securities with a total amortized cost of $89,780,000 and a corresponding fair value of $89,757,000 from available for sale to held to maturity. The net unrealized loss, net of taxes, on these securities at the date of the transfer was $15,000. The net unrealized holding loss at the time of transfer continues to be reported in accumulated other comprehensive income (loss), net of tax and is amortized over the remaining lives of the securities as an adjustment of the yield. The amortization of the net unrealized loss reported in accumulated other comprehensive income (loss) will offset the effect on interest income of the discount for the transferred securities. The remaining unamortized balance of the net unrealized losses for the securities transferred from available for sale to held to maturity was $124,000 at September 30, 2016. These securities were transferred as a part of the Company's overall investment and balance sheet strategies.

The following table sets forth the Company's investment securities at their carrying amounts as of September 30, 2016 and 2015 and December 31, 2015.

Dollars in thousands	September 30, 2016	December 31, 2015	September 30, 2015
Securities available for sale			
Mortgage-backed securities	$ 261,514	$ 195,110	$ 187,510
State and political subdivisions	17,484	24,506	25,290
Other equity securities	3,295	3,423	3,133
	$ 282,293	$ 223,039	$ 215,933
Securities to be held to maturity			
U.S. government-sponsored agencies	$ 891	$ 71,000	$ 75,991
Mortgage-backed securities	34,186	42,193	45,287
State and political subdivisions	149,393	122,530	123,744
Corporate securities	4,300	4,300	300
	$ 188,770	$ 240,023	$ 245,322
Restricted equity securities			
Federal Home Loan Bank Stock	$ 13,011	$ 13,220	$ 12,875
Federal Reserve Bank Stock	1,037	1,037	1,037
	$ 14,048	$ 14,257	$ 13,912
Total securities	$ 485,111	$ 477,319	$ 475,167

The following table sets forth yields and contractual maturities of the Company's investment securities as of September 30, 2016. Yields on tax-exempt securities have been computed on a tax-equivalent basis using a tax rate of 35%. Mortgage-backed securities are presented according to their final contractual maturity date, while the calculated yield takes into effect the intermediate cash flows from repayment of principal which results in a much shorter average life.

Dollars in thousands	Available For Sale Fair Value	Yield to maturity	Held to Maturity Amortized Cost	Yield to maturity
U.S. Government-Sponsored Agencies				
Due in 1 year or less	$ —	0.00 %	$ —	0.00 %
Due in 1 to 5 years	—	0.00 %	—	0.00 %
Due in 5 to 10 years	—	0.00 %	—	0.00 %
Due after 10 years	—	0.00 %	891	5.57 %
Total	—	0.00 %	891	5.57 %
Mortgage-Backed Securities				
Due in 1 year or less	974	3.76 %	127	5.90 %
Due in 1 to 5 years	2,528	3.11 %	7,164	2.64 %
Due in 5 to 10 years	21,648	2.91 %	10,953	