BAR HARBOR BANKSHARES
NOMINATING AND CORPORATE GOVERNANCE COMMITTEE CHARTER

July 21, 2026

I. Purpose

The purpose of the Nominating and Corporate Governance Committee (the "**Committee**") of the Board of Directors (the "**Board**") of Bar Harbor Bankshares (the "**Company**") is to (a)(1) assist the Board with its responsibilities in identifying, screening, and recommending a slate of nominees and continuing directors consistent with the criteria approved by the Board to the full Board for election at each Company annual meeting of shareholders, (2) recommend the structure and membership of the Board's committees, (3) sponsor the education of new and continuing directors, and (4) take a key role in developing corporate governance principles and practices applicable to the Company and to govern the conduct of the Board and its members, and (b) oversee compliance with the rules, regulations, and guidelines promulgated by the NYSE American LLC ("**NYSE**"), the U.S. Securities and Exchange Commission (the "**SEC**"), and other applicable laws.

In addition to the powers and responsibilities expressly delegated to the Committee in this charter (this "**Charter**"), the Committee may exercise any other powers and carry out any other responsibilities delegated to it by the Board from time to time consistent with the bylaws of the Company (as may be amended from time to time, the "**Bylaws**") and applicable law.

II. Composition of the Committee

Membership. The Committee shall be comprised of at least three directors (including the Committee Chair) as appointed annually by the Board on the recommendation of the Committee.

Independence. Each member of the Committee shall be independent, as defined and to the extent required under the applicable rules and regulations of the SEC and the NYSE and the listing rules or standards of any other securities exchange or association on which the Company's securities are traded, each as they may be amended from time to time, for purposes of governance and nominating committee membership.

Board determination. The appointment of members to the Committee and the determination of the independence of each Committee member shall be made by the Board on an annual basis, or more frequently if necessary. The Board, on the recommendation of the Committee, shall fill any vacancies on the Committee as they occur and the Board may remove any member of the Committee at any time with or without cause.

III. Duties and Responsibilities

The Committee shall have the following authority and responsibilities:

(1) Review and periodically make recommendations to the Board concerning the composition, size, and structure of the Board and its committees.

(2) Develop and recommend to the Board the criteria for selecting new directors and qualifications for members to its committees.

(3) Establish and periodically reassess procedures to be followed by shareholders of the Company in submitting recommendations for directors, and, prior to the Company's filing

of a proxy statement on Schedule 14A or Annual Report on Form 10-K, review any proposed disclosures of such procedures.

(4) Review and evaluate the qualifications of any director candidates who have been recommended by shareholders of the Company in compliance with the procedures established from time to time by the Committee.

(5) Identify and recommend a slate of nominees and continuing directors for election at each Company annual meeting of shareholders.

(6) Assess and report to the Board on the independence of members of the Board and the applicable independence qualifications for members to its committees.

(7) Oversee the orientation and education of new and continuing members of the Board.

(8) Periodically evaluate the Board and its committees to ensure that they are effectively meeting their fiduciary obligations to the Company's shareholders and the Company. Assess the Board's responsiveness to Company shareholder questions and concerns.

(9) Periodically assess and report to the Board on the performance and effectiveness of its individual Board members, the Board's chairperson, Board committees members, and Board committee chairpersons.

(10) Conduct an annual review of this Committee's performance and report the results to the Board. Periodically review and assess the adequacy of this Charter and recommend amendments to the Board as necessary or desirable.

(11) Develop and recommend to the Board a set of corporate governance guidelines applicable to the Company.

(12) Monitor, review, and recommend changes to the Company's articles of incorporation, corporate Bylaws, governance policies and procedures, and committee operations or charters.

(13) Establish the tenure and retirement policy for directors.

(14) Oversee the development of, and recommend to the Board for approval, succession plans for the Board and the Company's Chief Executive Officer, respectively; review such succession plans periodically; and evaluate potential candidates for, and recommend to the Board any changes to and any candidates for succession under, such succession plans.

(15) Review, administer, and assess compliance with the Code of Conduct and Business Ethics and the Code of Ethics for Senior Financial Officers and recommend such codes to the Board for annual review and approval.

(16) Report regularly to the Board on the Committee's activities.

(17) Provide ultimate oversight and direction of all environmental, social, and governance (ESG) related matters including the activities of the Company's Environmental, Corporate Social Responsibility, and Governance Committee.

(18) Perform any other duties and responsibilities as may be expressly delegated to the Committee by the Board from time to time.

(19) Perform any other activities assigned to the Committee under the Bylaws or required by applicable law, rules or regulations, including the rules and regulations promulgated under the Securities Exchange Act of 1934, as amended, and rules and regulations of the SEC, and take such other actions and perform and carry out any other responsibilities and duties delegated to it by the Board or as the Committee deems necessary or appropriate consistent with its purpose.

IV. Studies and Advisers

The Committee, in discharging its responsibilities, may conduct, direct, supervise, or authorize studies of, or investigations into, matters within the Committee's scope of responsibility, with full access to all books, records, facilities, and personnel of the Company. The Committee has the authority, to the extent it deems appropriate, to retain one or more search firms to be used to identify director candidates. The Committee shall have the sole authority to retain and terminate any such search firm, and to approve the firm's fees and other retention terms. The Committee shall also have the authority, to the extent it deems necessary or appropriate, to retain independent legal counsel or other advisors. The Company will provide for appropriate funding, as determined by the Committee, for payment of (i) compensation to any search firm, independent legal counsel, or other advisors retained by the Committee and (ii) ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its responsibilities.

The Committee is not required to implement or act consistently with the advice or recommendation of such advisers, and the Committee's ability or obligation to exercise its own judgment in fulfillment of its duties shall not be affected by such advisers.

V. Structure and Operations

The Committee shall meet at least annually at such times and places as it deems necessary to fulfill its responsibilities. Any member of the Committee or the Board may call a meeting of the Committee. The Committee shall report regularly to the Board regarding its actions and make recommendations to the Board as appropriate. The Committee is governed by the same rules regarding meetings (including meetings in person or by telephone or other similar communications equipment), action without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board.

The Committee shall maintain written minutes of its meetings and copies of its actions by written consent, and will cause such minutes and copies of written consents to be filed with the minutes of the meetings of the Board.

The Committee may invite such members of management to its meetings as it deems appropriate. However, the Committee shall meet regularly without such members present.

The Committee shall review this Charter at least annually and recommend any proposed changes to the Board for approval.

VI. Delegation of Authority

The Committee shall have the authority to delegate any of its responsibilities, along with the authority to take action in relation to such responsibilities, to one or more subcommittees as the Committee

may deem appropriate in its sole discretion. Any such subcommittee shall report any actions taken by it to the full Committee at its next regularly scheduled meeting.

VII. Performance Evaluation

The Committee shall conduct an annual evaluation of the performance of its duties under this Charter and shall present the results of the evaluation to the Board. The Committee shall conduct this evaluation in such manner as it deems appropriate.

VIII. Publication

The Company shall make this Charter freely available to the Company's shareholders on request and, provided that the Company is subject to the periodic reporting requirements of the Exchange Act, shall publish it on the Company's website.

Adopted: *August 2014*

Amended: *July 2019 to clearly define procedures for Board nominations, add Succession Planning, remove Employee Code of Conduct (to HR/Compensation Committee Charter and align Delegation of Authority to match HR/Compensation Committee Charter*

Annual Review: *April 2021 - No proposed changes*

July 19, 2022 – Addition of ESG Oversight

July 18, 2023 – Clarification of ESGC as ESG Committee

July 16, 2024 – Annual Approval and Updates

July 15, 2025 – Annual Approval. No changes.

July 21, 2026 – Annual Approval. No changes.