

Nightingale Timothy P
 Form 4
 March 19, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Nightingale Timothy P

2. Issuer Name and Ticker or Trading Symbol
 CAMDEN NATIONAL CORP
 [CAC]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 2 ELM STREET / PO BOX 310
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/10/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP

CAMDEN, ME US 04843
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	08/10/2017		F	33	(A) or (D) <u>(1)</u> \$ 39.34	D	
Common Stock	03/15/2018		P	616	\$ 30.15 <u>(2)</u>	D	
Common Stock	03/15/2018		F	65	(D) <u>(3)</u> \$ 45.23	D	
Common Stock	03/15/2018		A	791	A \$ 0 <u>(4)</u>	D	

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)	10. Reporting Person's Relationship to Issuer (Instr. 4)	11. Date of Acquisition or Disposition (Instr. 4)	12. Date of Reporting Person's Acquisition or Disposition (Instr. 4)	13. Title	14. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Number of Shares					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nightingale Timothy P 2 ELM STREET / PO BOX 310 CAMDEN, ME US 04843			EVP	

Signatures

Deborah A.
Jordan, POA 03/19/2018

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Consists of shares withheld in order to satisfy the minimum tax withholding obligation on the Management Stock Purchase Plan ("MSPP") shares that vested on August 10, 2017.
- (2) Shares purchased under the MSPP at a one-third discount of the Company's March 15, 2018 share closing price.
- (3) Consists of shares withheld in order to satisfy the minimum tax withholding obligation on the MSPP shares that vested on March 15, 2018.
- (4) Granted under the Defined Contribution Retirement Plan, therefore, price is N/A.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.