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**FEDERAL DEPOSIT INSURANCE CORPORATION  
WASHINGTON, D.C. 20429**

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**FORM 8-K**

**CURRENT REPORT PURSUANT TO  
SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): November 19, 2024

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**NORTHEAST BANK**

(Exact name of registrant as specified in its charter)

**Maine**

(State or other jurisdiction of  
incorporation)

**01-0029040**

(IRS Employer Identification  
No.)

**27 Pearl Street  
Portland, Maine**

(Address of principal executive  
offices)

**04101**

(Zip Code)

Registrant's telephone number, including area code **(207) 786-3245**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On November 19, 2024, Northeast Bank (the “Bank”) held its 2024 annual meeting of shareholders (the “Annual Meeting”). At the Annual Meeting, the shareholders elected each of Matthew B. Botein and Cheryl Lynn Dorsey as a director to serve until the 2027 annual meeting and until their respective successors are duly elected and qualified. In addition, the shareholders (i) approved, on an advisory, non-binding basis, the compensation of the Bank’s named executive officers; (ii) ratified the appointment of RSM US LLP as the Bank’s independent registered public accounting firm for the fiscal year ending June 30, 2025; and (iii) approved the amendment of the Northeast Bank 2021 Stock Option and Incentive Plan to increase the number of shares of voting common stock available for issuance under the Plan by 300,000 shares, from 550,000 shares to 850,000 shares.

The voting results of each of the proposals submitted at the Annual Meeting are set forth below:

1. To elect the two nominees named in the proxy statement as Class II directors, each to serve until the 2027 annual meeting and until their respective successors are duly elected and qualified:

	<u>FOR</u>	<u>WITHHELD</u>	<u>BROKER NON-VOTES</u>
Matthew B. Botein	5,866,248	510,908	865,754
Cheryl Lynn Dorsey	5,969,929	407,227	865,754

2. To approve, on an advisory, non-binding basis, the compensation of the Bank’s named executive officers:

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>	<u>BROKER NON-VOTES</u>
5,960,448	294,509	122,199	865,754

3. To ratify the appointment of RSM US LLP as the Bank’s independent registered public accounting firm for the fiscal year ending June 30, 2025:

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>	<u>BROKER NON-VOTES</u>
7,079,356	79,566	83,988	-

4. To approve the amendment of the Northeast Bank 2021 Stock Option and Incentive Plan to increase the number of shares of voting common stock available for issuance under the Plan by 300,000 shares, from 550,000 shares to 850,000 shares:

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>	<u>BROKER NON-VOTES</u>
4,304,902	2,069,774	2,480	865,754

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunder duly authorized.

NORTHEAST BANK

By: /s/ Richard Cohen

Name: Richard Cohen

Title: Chief Financial Officer

Date: November 20, 2024