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SCHOPE DENNIG

Form 4	LININIS L										
August 05, 2										PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISS Washington, D.C. 20549							OMMISSION	OMB 3235-02 Number:			
Check thi if no long subject to Section 1 Form 4 or	6.	(IENT O	F CHAN	GES IN SECUR		ICIA	LOW	NERSHIP OF Estimated burden ho response		ours per	
Form 5 obligatior may conti <i>See</i> Instru 1(b).	inue. Section 17	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 R	Responses)										
1. Name and Address of Reporting Person <u>*</u> SCHOFF DENNIS L			2. Issuer Name and Ticker or Trading Symbol LINCOLN NATIONAL CORP [LNC]					5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
(Last) 150 N. RAD	3. Date of Earliest Transaction(Month/Day/Year)08/03/2009					Director 10% Owner X Officer (give title Other (specify below) below) SVP & General Counsel					
				Amendment, Date Original d(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
RADNOR, I	PA 19087							Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	unsaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)				Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	08/03/2009			Code V F	Amount 1,498 (1)	or (D) D	Price \$ 20.41	(Instr. 3 and 4) 77,197.78 (2)	D		
Common Stock								5,578.7 <u>(3)</u>	I	By 401K	

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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
r 8 - 1	Director	10% Owner	Officer	Other				
SCHOFF DENNIS L 150 N. RADNOR-CHESTER ROAD RADNOR, PA 19087			SVP & General Counsel					
Signatures								
/s/Charles A. Brawley, III, Attorney-in-Fact	08/0	08/05/2009						
**Signature of Reporting Person]	Date						
E								

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) Tax withholding upon vesting of restricted stock.

(2) Includes 13.74 shares acquired through dividend reinvestment since the reporting person's last report.

(3) Represents routine transactions in the Company's 401(k) Plan from 6/1/09 to 8/1/09.

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.