#### CORNELIO CHARLES C

Form 4

August 13, 2010

### FORM 4

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

**OMB** Number:

Expires:

3235-0287 January 31,

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

2005 Estimated average burden hours per

**OMB APPROVAL** 

Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* CORNELIO CHARLES C

(First)

(Street)

2. Issuer Name and Ticker or Trading

Issuer

Symbol

LINCOLN NATIONAL CORP

(Check all applicable)

5. Relationship of Reporting Person(s) to

[LNC]

(Last)

(Middle)

3. Date of Earliest Transaction

Director

10% Owner Other (specify

(Month/Day/Year)

150 N. RADNOR-CHESTER ROAD 08/11/2010

\_X\_\_ Officer (give title below)

President - Defined Contrib.

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

RADNOR, PA 19087

| (City)                               | (State) (2   | Table | I - Non-De                             | erivative S  | ecuri            | ties Acc | quired, Disposed   | of, or Beneficial  | ly Owned  |
|--------------------------------------|--|-------|--|--|------------------|----------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, i any (Month/Day/Year) |       | 3.<br>Transactio<br>Code<br>(Instr. 8) | 4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |                  |          | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|                                      |  |       | Code V                                 | Amount   | (A)<br>or<br>(D) | Price    | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                   | (110111)   | (11311 1)   |
| Common<br>Stock                      | 08/11/2010   |       | A                                      | 3,443<br>(1)   | A                | \$0      | 106,253.22   | D  |   |
| Common<br>Stock                      | 08/13/2010   |       | A                                      | 602 (2)  | A                | \$0      | 106,855.22   | D  |   |
| Common<br>Stock                      |  |       |  |  |                  |          | 683.83   | I  | By 401(k)   |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

### Edgar Filing: CORNELIO CHARLES C - Form 4

#### number.

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

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                | 5.         | 6. Date Exerc   | cisable and | 7. Title          | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------------|------------|-----------------|-------------|-------------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber |            | Expiration D    | ate         | Amour             | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code              | of         | (Month/Day/     | Year)       | Underl            | ying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)        | Derivative | e               |             | Securit           | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |                   | Securities |                 |             | (Instr. :         | 3 and 4) |             | Owne   |
|             | Security    |                     |                    |                   | Acquired   |                 |             |                   |          |             | Follo  |
|             |             |                     |                    |                   | (A) or     |                 |             |                   |          |             | Repo   |
|             |             |                     |                    |                   | Disposed   |                 |             |                   |          |             | Trans  |
|             |             |                     |                    |                   | of (D)     |                 |             |                   |          |             | (Instr |
|             |             |                     |                    |                   | (Instr. 3, |                 |             |                   |          |             |        |
|             |             |                     |                    |                   | 4, and 5)  |                 |             |                   |          |             |        |
|             |             |                     |                    |                   |            |                 |             |                   | Amount   |             |        |
|             |             |                     |                    |                   |            |                 |             |                   | Amount   |             |        |
|             |             |                     |                    |                   |            | Date Expiration |             | or<br>Name la sur |          |             |        |
|             |             |                     |                    |                   |            | Exercisable     | Date        |                   |          |             |        |
|             |             |                     |                    | C 1 W             | (A) (D)    |                 |             |                   | of       |             |        |
|             |             |                     |                    | Code V            | (A) (D)    |                 |             | ,                 | Shares   |             |        |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
| Reporting Owner Name / Address |               |

Director 10% Owner Officer Other

CORNELIO CHARLES C President - 150 N. RADNOR-CHESTER ROAD Defined RADNOR, PA 19087 Contrib.

### **Signatures**

/s/ Charles A. Brawley, III, Attorney-in-Fact 08/13/2010

\*\*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) Grant of restricted stock units representing a contingent right to receive shares of LNC common Stock issued under the 2009 Amended and Restated LNC Incentive Compensation Plan. The restricted stock units vest on August 11, 2013.
- These shares represent a portion of the reporting person's bi-weekly salary for the most recent pay period in compliance with the Capital (2) Purchase Program and were issued under the 2009 Amended and Restated LNC Incentive Compensation Plan. For more information, please see the Current Report on Form 8-K filed by LNC on November 6, 2009.

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.

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