MEE MICHAEL F Form 4 April 01, 2011

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

MEE MICHAEL F

2. Issuer Name and Ticker or Trading

Symbol

LINCOLN NATIONAL CORP

[LNC]

(Last) (First) (Middle)

03/31/2011

3. Date of Earliest Transaction

(Month/Day/Year)

150 N. RADNOR-CHESTER ROAD 03/31/2011

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

RADNOR, PA 19087

Common

Stock

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

X\_ Director 10% Owner Officer (give title Other (specify

below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction Date 2A. Deemed 5. Amount of 7. Nature of 1.Title of 3. 4. Securities Acquired 6. Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Instr. 8) (Month/Day/Year) Owned Ownership (D) or Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A)

Transaction(s) or (Instr. 3 and 4) Amount Code V (D) Price

1,364.85 \$0 26,339.55 (2) A (1)

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 number.

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

#### Edgar Filing: MEE MICHAEL F - Form 4

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Title a   | and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|--------------|--------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onNumber   | Expiration D  | ate         | Amount       | of     | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Underlyi     | ing    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |             | Securitie    | es     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |             | (Instr. 3    | and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |             |              |        |             | Follo  |
|             | •           |                     |                    |            | (A) or     |               |             |              |        |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |              |        |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |              |        |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |              |        |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |             |              |        |             |        |
|             |             |                     |                    |            |            |               |             | Α.           |        |             |        |
|             |             |                     |                    |            |            |               |             |              | mount  |             |        |
|             |             |                     |                    |            |            | Date          | Expiration  | or           |        |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        | Title Number |        |             |        |
|             |             |                     |                    |            |            |               |             | of           |        |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |             | Sł           | hares  |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address                                  | Relationships |           |         |       |  |  |  |
|---|---------------|-----------|---------|-------|--|--|--|
|   | Director      | 10% Owner | Officer | Other |  |  |  |
| MEE MICHAEL F<br>150 N. RADNOR-CHESTER ROAD<br>RADNOR, PA 19087 | X             |           |         |       |  |  |  |

## **Signatures**

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

04/01/2011

\*\*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).
- Quarterly payment of board retainer and fees in shares of phantom stock accrued under the Deferred Compensation Plan for Non-Employee Directors (the "Plan"), which are payable solely in shares of the Company's common stock at resignation or retirement.
- (2) Includes 40.62 shares acquired through dividend reinvestment since the reporting person's last report.

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.

Reporting Owners 2