

LINCOLN NATIONAL CORP
Form 4
June 04, 2015

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 *
Ciongoli Adam G.

2. Issuer Name and Ticker or Trading Symbol
LINCOLN NATIONAL CORP
[LNC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
150 N. RADNOR-CHESTER ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/02/2015

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

RADNOR, PA 19087

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

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

| 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) | (A) or (D) | 5. Amount or Price | 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 | 06/02/2015 | | M | 19,976 | A | \$ 21.23 | 103,173.28 | D | |
| Common Stock | 06/02/2015 | | F | 13,044 | D | \$ 57.7 | 90,129.28 | D | |
| Common Stock | 06/02/2015 | | M | 30,861 | A | \$ 29.54 | 120,990.28 | D | |
| Common Stock | 06/02/2015 | | F | 22,592 | D | \$ 57.7 | 98,398.28 | D | |
| Common Stock | 06/02/2015 | | M | 7,460 | A | \$ 50.77 | 105,858.28 | D | |

Common Stock 06/02/2015 F 6,969 D \$ 57.7 98,889.28 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) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 21.23 | 06/02/2015 | | M | | 19,976 | | 05/23/2013 | 05/23/2022 | Common Stock | 19,976 |
| Employee Stock Option (Right to Buy) | \$ 29.54 | 06/02/2015 | | M | | 30,861 | | 02/28/2014 | 02/28/2023 | Common Stock | 30,861 |
| Employee Stock Option (Right to Buy) | \$ 50.77 | 06/02/2015 | | M | | 7,460 | | 02/24/2015 | 02/24/2024 | Common Stock | 7,640 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ciongoli Adam G. 150 N. RADNOR-CHESTER ROAD RADNOR, PA 19087 | | | EVP & General Counsel | |

Signatures

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

06/04/2015

__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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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