Edgar Filing: LINCOLN NATIONAL CORP - Form 4

LINCOLN NA Form 4 March 14, 2000		RP										
FORM	4 UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549										
Check this b if no longer subject to Section 16. Form 4 or Form 5 obligations may continu <i>See</i> Instructi 1(b).	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, e. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 20(b) of the Investment Company Act of 1940									Number: January 31, Expires: 2005 Estimated average burden hours per response 0.5		
(Print or Type Res	sponses)											
1. Name and Address of Reporting Person <u>*</u> Miller Douglas N			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) CENTRE SQUARE-WEST TOWER, 1500 MARKET ST., SUITE 3900			3. Date of Earliest Transaction(Month/Day/Year)03/09/2006					below)	_ Officer (give title Other (specify			
					nendment, Date Original Ionth/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 			
	(State)							Person				
	(State) 2. Transaction Da Month/Day/Yea	r) Executio any		3. Transactic Code (Instr. 8) Code V	4. Securi onAcquirec Disposec (Instr. 3,	ties I (A) c I of (D	or))	quired, Disposed of 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-		
Stock	03/09/2006			А	801 (1)		<u>(2)</u>	1,335.06 <u>(3)</u>	D			
Common Stock								4,166.1 <u>(4)</u>	Ι	By 401(K)		

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	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						
FB	Director	10% Owner	Officer	Other			
Miller Douglas N CENTRE SQUARE-WEST TOWER 1500 MARKET ST., SUITE 3900 PHILADELPHIA, PA 19102			VP & CAO				
Signatures							
Charles A. Brawley, Attorney-in-Fact	03/1	4/2006					
**Signature of Reporting Person	D	ate					

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).

Represents settlement of long-term incentive awards for the 2003-2005 performance cycle, which were granted on March 13, 2003. The
(1) amount of the award was originally dollar denominated and was conditioned upon the satisfaction of issuer performance measures over the performance cycle. The performance measures for 2003-2005 were satisfied.

- (2) Represents the Fair Market Value of the issuer's common stock on March 13, 2003 at \$25.11.
- (3) Includes 5.80 shares acquired through dividend reinvestment since the reporting person's last report.
- (4) Represents routine transactions in the Company's 401(k) Plan from 6/2/2005 to 3/1/06.

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.