

LINCOLN NATIONAL CORP
 Form 4
 November 30, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
THOMPSON WESTLEY V

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)
11/28/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President-Employer Markets

(Street)
PHILADELPHIA, PA 19102

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)	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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/28/2007		M		8,000	A	\$ 38.66
Common Stock	11/28/2007		M		10,000	A	\$ 44.93
Common Stock	11/28/2007		S		900	D	\$ 60.32
Common Stock	11/28/2007		S		400	D	\$ 60.33
	11/28/2007		S		700	D	122,104.46

Edgar Filing: LINCOLN NATIONAL CORP - Form 4

Common Stock					\$ 60.34		
Common Stock	11/28/2007	S	700	D	\$ 60.35	121,404.46	D
Common Stock	11/28/2007	S	100	D	\$ 60.37	121,304.46	D
Common Stock	11/28/2007	S	6,200	D	\$ 60.38	115,104.46	D
Common Stock	11/28/2007	S	2,900	D	\$ 60.39	112,204.46	D
Common Stock	11/28/2007	S	300	D	\$ 60.4	111,904.46	D
Common Stock	11/28/2007	S	600	D	\$ 60.41	111,304.46	D
Common Stock	11/28/2007	S	2,000	D	\$ 60.42	109,304.46	D
Common Stock	11/28/2007	S	600	D	\$ 60.43	108,704.46	D
Common Stock	11/28/2007	S	200	D	\$ 60.44	108,504.46	D
Common Stock	11/28/2007	S	1,400	D	\$ 60.45	107,104.46	D
Common Stock	11/28/2007	S	1,800	D	\$ 60.47	105,304.46	D
Common Stock	11/28/2007	S	2,600	D	\$ 60.48	102,704.46	D
Common Stock	11/28/2007	S	1,100	D	\$ 60.49	101,604.46	D
Common Stock	11/28/2007	S	200	D	\$ 60.5	101,404.46	D
Common Stock	11/28/2007	S	800	D	\$ 60.51	100,604.46	D
Common Stock						1,866.52 ⁽²⁾	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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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

Edgar Filing: LINCOLN NATIONAL CORP - Form 4

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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 38.66	11/28/2007		M	8,000	01/01/2002 01/01/2008	Common Stock	8,000
Employee Stock Option (Right to Buy)	\$ 44.93	11/28/2007		M	10,000	05/13/2002 05/13/2008	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THOMPSON WESTLEY V CENTRE SQUARE-WEST TOWER 1500 MARKET ST., SUITE 3900 PHILADELPHIA, PA 19102			President-Employer	Markets

Signatures

/s/ C. Suzanne Womack,
Attorney-in-Fact

11/29/2007

**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) Includes 341.97 shares acquired through dividend reinvestment since the reporting person's last report.

(2) Represents routine transactions in the Company's 401(k) Plan from 9/1/07 to 11/1/07.

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.