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March 31, 2016

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ANNUAL AUDITED REPORTSEC house form X-17A-5 Section **PART III** 

Section AUG 1 1 2016

SEC FILE NUMBER

8-13431

FACING PAGE

Information Required of Brokers and Dealers Pursuant in Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING	01/01/15 MM/DD/YY	AND ENDING_	12/31/15 MM/DD/YY
A. RE	GISTRANT IDENTIF	ICATION	
NAME OF BROKER-DEALER: Lincoln F	inancial Distributors, Inc	•	OFFICIAL USE O
ADDRESS OF PRINCIPAL PLACE OF BU	SINESS: (Do not use P.O.	Box No.)	FIRM I.D. NO
	130 N. Radnor-Chester (No. and Street)	Road	
Radnot,	Pennsylvania	<b>1</b>	19087
(City)	(State)		(Zip Code)
NAME AND TELEPHONE NUMBER OF I	PERSON TO CONTACT IN	REGARD TO THIS F	REPORT
			(336) 691-3486
			(Area Code – Telephone Nu
P AC	COUNTANT IDENTIE	TCATION	
B. AC	COUNTANT IDENTIF	TCATION	
B. ACCINDEPENDENT PUBLIC ACCOUNTANT	whose opinion is contained	in this Report*	
	<u></u> -	in this Report*	
INDEPENDENT PUBLIC ACCOUNTANT	whose opinion is contained  Ernst & Young,  (Name – if individual, state last	in this Report*  LLP , first, middle name)	a PA 10103
	whose opinion is contained  Ernst & Young,  (Name – if individual, state last	in this Report*  LLP , first, middle name)	•
One Commerce Square, Suite 700, 200 (Address)	whose opinion is contained  Ernst & Young,  (Name – if individual, state lass	in this Report* LLP , first, middle name) Philadelphi:	
One Commerce Square, Suite 700, 200 (Address)	whose opinion is contained  Ernst & Young,  (Name – if individual, state lass	in this Report* LLP , first, middle name) Philadelphi:	
One Commerce Square, Suite 700, 200 (Address)  CHECK ONE:	whose opinion is contained  Ernst & Young,  (Name – if individual, state lass	in this Report* LLP , first, middle name) Philadelphi:	
One Commerce Square, Suite 700, 200 (Address)	whose opinion is contained  Ernst & Young,  (Name – if individual, state lass	in this Report* LLP , first, middle name) Philadelphi:	
One Commerce Square, Suite 700, 200 (Address)  CHECK ONE:	Whose opinion is contained  Ernst & Young,  (Name - if individual, state last  15 Market Street  (City)	in this Report*  LLP  , first, middle name)  Philadelphi  (State)	
One Commerce Square, Suite 700, 200 (Address)  CHECK ONE:  Certified Public Accountant  Public Accountant	Whose opinion is contained  Ernst & Young,  (Name - if individual, state last  15 Market Street  (City)	in this Report*  LLP  , first, middle name)  Philadelphi  (State)  sessions.	
One Commerce Square, Suite 700, 200 (Address)  CHECK ONE:  Descripted Public Accountant Public Accountant	Whose opinion is contained  Ernst & Young,  (Name - if individual, state lass  15 Market Street  (City)  mited States or any of its pos	in this Report*  LLP  , first, middle name)  Philadelphi  (State)  sessions.	
One Commerce Square, Suite 700, 200 (Address)  CHECK ONE:  Descripted Public Accountant Public Accountant	Whose opinion is contained  Ernst & Young,  (Name - if individual, state lass  15 Market Street  (City)  mited States or any of its pos	in this Report*  LLP  , first, middle name)  Philadelphi  (State)  sessions.	

must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

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 control number.

SEC 1410 (06-02)

#### OATH OR AFFIRMATION

I, Catl R. Pawsat	, swear (or affirm) that, to the best of
my knowledge and belief the accompanying financial state	
Lincoln Financial Distributors, Inc	, as
of December 31,	2015, are true and correct. I further swear (or affirm) that
neither the company nor any partner, proprietor, principal	l officer or director has any proprietary interest in any account
classified solely as that of a customer, except as follows:	
	•
	Celat
	Signature
, •	Interim Financial and Operations Principal Title
	Title
Connie dill	The second secon
Notary Public Syp 5 111)11	Connie Hill
This report ** contains (check all applicable boxes):	Notary Public Randolph County
(a) Facing Page.	North Carolina *
(b) Statement of Financial Condition.	
(c) Statement of Income (Loss).	
(d) Statement of Changes in Financial Condition.	Destruction Colon Description Comited
<ul> <li>X (e) Statement of Changes in Stockholders' Equity or</li> <li>□ (f) Statement of Changes in Liabilities Subordinated</li> </ul>	
(f) Statement of Changes in Elabitates Subordinated (g) Computation of Net Capital.	to Claims of Cications.
☐ (h) Computation for Determination of Reserve Requi	
(i) Information Relating to the Possession or Control	
	on of the Computation of Net Capital Under Rule 15c3-1 and the
Computation for Determination of the Reserve Re	ted Statements, Onder Exhibit A of Rule 1303-3.
consolidation.	iou statements of financial condition with respect to methods of
(I) An Oath or Affirmation.	
(m) A copy of the SIPC Supplemental Report.	
(n) A report describing any material inadequacies foun	d to exist or found to have existed since the date of the previous audit.
**For conditions of confidential treatment of certain port	ions of this filing, see section 240.17a-5(e)(3).

Financial Statements and Supplementary Information

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Years Ended December 31, 2015 and 2014 With Report of Independent Registered Public Accounting Firm

# You're In Charge



# Lincoln Financial Distributors, Inc. Financial Statements and Supplementary Information Years Ended December 31, 2015 and 2014 Contents **Audited Financial Statements** Statements of Changes in Stockholder's Equity......4 Statements of Cash Flows ......5 Supplementary Information Schedule I – Computation of Net Capital Pursuant to Rule 15c3-1 under the Securities Schedule II – Statement Regarding Reserve Requirements Pursuant to Rule 15c3-3 under



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Ernst & Young LLP One Commerce Square Suite 700 2005 Market Street Philadelphia, PA 19103 Tel: +1 215 448 5000 Fax: +1 215 448 4069

#### Report of Independent Registered Public Accounting Firm

The Board of Directors
Lincoln Financial Distributors, Inc.

We have audited the accompanying statements of financial condition of Lincoln Financial Distributors, Inc. (an indirect, wholly owned subsidiary of Lincoln National Corporation) (the Company), as of December 31, 2015 and 2014, and the related statements of income, changes in stockholder's equity and cash flows for the years then ended that are filed pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Lincoln Financial Distributors, Inc. at December 31, 2015 and 2014, and the results of its operations and its cash flows for the years then ended in conformity with U.S. generally accepted accounting principles.

The accompanying information contained in Schedules I and II has been subjected to audit procedures performed in conjunction with the audit of the Company's financial statements. Such information is the responsibility of the Company's management. Our audit procedures included determining whether the information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information. In forming our opinion on the information, we evaluated whether such information, including its form and content, is presented in conformity with Rule 17a-5 under the Securities Exchange Act of 1934. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

February 25, 2016

Cast + yng CLP

# Statements of Financial Condition

	December 31			er 31
		2015		2014
Assets				
Cash and invested cash	\$	7,997,826	\$	8,244,368
Commissions and fees receivable		24,163,103		23,459,120
Due from affiliates		195,428		62,969
Deferred tax asset		· <b>-</b>		608
Other assets		459,462		447,794
Total assets	\$	32,815,819	\$	32,214,859
Liabilities and stockholder's equity Liabilities:  Due to affiliates Other liabilities Total liabilities	\$ 	24,259,432 67,474 24,326,906	<b>\$</b>	23,664,370 65,903 23,730,273
Stockholder's equity:  Common stock – \$25 par value; 10,000 shares authorized;				
8,000 shares issued and outstanding		200,000		200,000
Additional paid-in capital		12,632,000		12,632,000
Accumulated deficit		(4,343,087)		(4,347,414)
Total stockholder's equity	_	8,488,913		8,484,586
Total liabilities and stockholder's equity	\$	32,815,819	\$	32,214,859

# Statements of Income

	Year Ended December 31				
	2015	2014			
Revenues:					
Commissions and fees from third parties	\$ 271,540,041	\$ 193,095,556			
Commissions and fees from affiliates	1,319,898,692	1,360,311,640			
Interest	7,552	4,198			
Total revenues	1,591,446,285	1,553,411,394			
Expenses:					
Commissions and agency expenses	271,540,041	193,095,556			
Service charges from affiliates	1,319,898,692	1,360,311,640			
Total expenses	1,591,438,733	1,553,407,196			
Income before income tax expense	7,552	4,198			
Income tax expense	3,225	3,759			
Net income	\$ 4,327	\$ 439			

# Statements of Changes in Stockholder's Equity

	Year Ended December 31				
		2015		2014	
Common stock:					
Balance as of beginning and end of year	_\$	\$ 200,000 \$		200,000	
Additional paid-in capital:					
Balance as of beginning and end of year		12,632,000		12,632,000	
Accumulated deficit:					
Balance as of beginning of year		(4,347,414)		(4,347,853)	
Net income (loss)		4,327		439	
Balance as of end of year		(4,343,087)		(4,347,414)	
Total stockholder's equity as of end of year	\$	8,488,913	\$	8,484,586	

# Statements of Cash Flows

	Year Ended December 2015 2014			cember 31 2014
Cash flows from operating activities				
Net income	\$	4,327	\$	439
Adjustments to reconcile net income to net cash provided by		•		
(used in) operating activities:				
Change in deferred tax asset		608		237
Change in commissions and fees receivable		(703,983)		(2,367,584)
Change in due from affiliates		(132,459)		760,005
Change in other assets		(11,668)		(447,794)
Change in due to affiliates		595,062		2,545,239
Change in other liabilities		1,571		(503,107)
Net cash prvoded by (used in) operating activities		(246,542)		(12,565)
Net decrease in cash and invested cash		(246,542)		(12,565)
Cash and invested cash as of beginning of year		8,244,368		8,256,933
Cash and invested cash as of end of year	\$	7,997,826	\$	8,244,368
Supplemental disclosure of cash flow information				
Income tax paid		623,401	\$	960,751

#### Notes to Financial Statements

December 31, 2015

# 1. Nature of Operations, Basis of Presentation, Summary of Significant Accounting Policies and New Accounting Standards

#### **Nature of Operations**

Lincoln Financial Distributors, Inc. ("LFD" or the "Company," which also may be referred to as "we," "our" or "us") is a registered broker-dealer that is engaged in the business of wholesaling and marketing financial services products, such as mutual funds, variable life insurance, and variable annuities through financial intermediaries, such as stock brokerage firms, banks, and independent insurance agencies. LFD also receives commissions from affiliated insurance companies via intercompany transfers. LFD does not solicit or sell products directly to the general public. LFD is licensed to engage in broker-dealer activity throughout the United States. LFD is a wholly owned subsidiary of The Lincoln National Life Insurance Company ("LNL"), which is a wholly owned subsidiary of Lincoln National Corporation ("LNC").

#### **Basis of Presentation**

The accompanying financial statements are prepared in accordance with United States of America generally accepted accounting principles ("GAAP"). Certain GAAP policies, which significantly affect the determination of financial position, results of operations and cash flows, are summarized below.

The Company and other affiliated entities that provide services to the Company are under common ownership and management control. The existence of this control could result in the Company's operating results or financial position being significantly different from those that would have been obtained if the Company were autonomous.

#### Summary of Significant Accounting Policies

Accounting Estimates and Assumptions

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions affecting the reported amounts of assets and liabilities and the disclosures of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenues and expenses for the reporting period. Those estimates are inherently subject to change and actual results could differ from those estimates.

#### Notes to Financial Statements (continued)

# 1. Nature of Operations, Basis of Presentation, Summary of Significant Accounting Policies and New Accounting Standards (continued)

Cash and Invested Cash

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Cash and invested cash is carried at cost and includes all highly liquid investments purchased with an original maturity of three months or less.

Commission and Fee Revenue and Expense

LFD is the principal underwriter for the wholesale distribution of all variable life and annuity products of LNL and Lincoln Life & Annuity Company of New York ("LLANY"). We recognize all commission and fee revenue for the distribution of these products. The selling costs related to the distribution of these products are then passed on to LNL who, through the processing and services agreements, pays the commissions on LFD's behalf. An accrual is recorded for fee income, and a corresponding accrual is recorded for the commission expense to be paid based on the fee income.

LFD also recognizes wholesaling revenue on 12b-1 fees received from separate account fund sponsors as compensation for distributing the underlying mutual funds. These 12b-1 fees are passed on to LNL to offset wholesale distribution expenses incurred on LFD's behalf. The 12b-1 fees received from separate account fund sponsors amounted to \$271,540,041 and \$255,223,497 in 2015 and 2014, respectively. These fees are included in commissions and fees from third parties to the extent expense is incurred on the Statements of Income. All other commission and fee revenue amounts are received from affiliates.

Income Taxes

LNC files a U.S. consolidated income tax return that includes all eligible subsidiaries, including LFD and LNL. Pursuant to an intercompany tax-sharing agreement with LNL, LFD provides for income taxes on a separate return filing basis. The tax-sharing agreement also provides that LFD will receive benefit for net operating losses, capital losses, and tax credits, which may not be usable on a separate return basis to the extent such items may be utilized in the consolidated federal income tax returns of LNC.

Deferred income taxes are recognized, based on enacted rates, when assets and liabilities have different values for financial statement and tax reporting purposes. A valuation allowance is recorded to the extent required. Considerable judgment and the use of estimates are required in determining whether a valuation allowance is necessary and, if so, the amount of such valuation allowance. See Note 2 for additional information.



#### SEC Mail Processing Section

AUG 1 1 2016

Lincoln Financial Group 1300 South Clinton Street Fort Wayne, IN 46802

Washington DC

412

August 3, 2016

Securities and Exchange

AUG 1 1 2016

Attn:

Carol Y. Charnock

Securities and Exchange Commission

Regulation Specialist

RECEIVED

RE:

2014 and 2015 GAAP Audited Financial Statements

Dear Ms. Charnock:

On behalf of Lincoln Financial Distributors, Inc, I am pleased to enclose a copy of the the delivery confirmations of our 2014 GAAP Audited Financial Statements, original copies of the 2014 and 2015 GAAP Audited Financial Statements and a copy of the letter received from you.

Please confirm the receipt of our package at carl.pawsat@lfg.com.

Sincerely,

Carl R. Pawsat

Interim Financial and Operations Principal

Enclosure



# UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

July 29, 2016

SEC Mail Processing Section

Lincoln Financial Distributors, Inc. 130 N. Radnor-Chester Rd. Radnor, PA 19087

AUG 1 1 2016

Washington DC 412

8-13431

Securities and Exchange

AUG 1 1 2016

Dear Registrant:

RECEIVED

Paragraph (d) of Rule 17a-5 under the Securities Exchange Act of 1934 ("Act") requires every broker or dealer registered with the Commission pursuant to Section 15 of the Act to file an audited annual report of financial condition on a calendar or fiscal year basis. Paragraph (d) of Rule 17a-5 requires the audited annual report to be filed with the Commission not more than 60 days after the broker or dealer's fiscal or calendar year end.

A review of our database indicates that we do not have a record of receipt of an audited report since your 12/31/14 fiscal or calendar year end. Therefore, in order to comply with the requirements of Rule 17a-5, it will be necessary for you to submit the annual audited report for the 12/31/15 calendar or fiscal year to the Commission. If you have a record of receipt by the Commission of this filing, please send copies of the documentation along with a copy of the annual audited report to the following address:

Carol Y. Charnock, Regulation Specialist Securities & Exchange Commission Division of Trading & Markets 100 F St., NE, Mail Stop 7010 Washington, DC 20549

If you have any questions concerning the audit requirements, please consult Rule 17a-5. Thank you for your prompt attention to this matter.

Sincerely,

Carol Y. Charnock Regulation Specialist

Buoly Olrews

(202)551-5542

charnockc@sec.gov

UNITED STATES
ES AND EXCHANGE COMMISSION
/ASHINGTON, D.C. 20549

**OFFICIAL BUSINESS** 

1415

GERIAFIED MAIL



7014 3490 0000

EROM B SKARIE/7000

TRK#: F6I0105503142A RCVD: 08/01/2016 15:35

TO: FW. OUT

PCS: 1

19087\$5221 C036

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SENDER: COMPLETE THIS SECTION	COMPLETE THIS SECTION ON DELIVERY
Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.  Print your name and address on the reverse	A. Signature  X
so that we can return the card to you.  Attach this card to the back of the mallpiece, or on the front if space permits.	B. Received by ( Printed Name) C. Date of Delivery
1. Article Addressed to:  Lincoln Financial Distributors, Inc. 130 N. Radnor-Chester Rd. Radnor, PA 19087	D. Is delivery address different from item 1? ☐ Yes     If YES, enter delivery address below: ☐ No
	3. Service Type ☐ Certified Mall ☐ Express Mall ☐ Registered ☐ Return Receipt for Merchandise ☐ Insured Mall ☐ C.O.D.
2. Article Number   7014 34	4. Restricted Delivery? (Extra Fee) \ □ Yes
PS Form 3811, February 2004 Domestic Ret	ürn Receipt 102595-02-M-1540

#### Edwards, Robyn

From:

trackingupdates@fedex.com

Sent:

Monday, March 02, 2015 9:42 AM

To:

Hicks, Robyn

Subject:

FedEx Shipment 772993497644 Delivered



fedex.com | Ship | Track | Manage | Learn | Office/Print Services

# Your package has been delivered

Tracking # 772993497644

Ship (P/U) date:

Thursday, 2/26/15

Carl Pawsat

Lincoln Financial Group Greensboro, NC 27401

US

Delivery date:

Monday, 3/2/15 9:32

 $\mathsf{AM}$ 

Securities & Exchange

Commission

Attn: Sharon Binger, Regional

—Dir

1617 JFK Blvd, Suite 520 One

Penn Center

PHILADELPHIA, PA 19103

US

#### **Shipment Facts**

Our records indicate that the following package has been delivered.

Tracking number:

772993497644

Status:

Delivered: 03/02/2015 09:32

Delivered

AM Signed for By: G.POND

Reference:

004970

Signed for by:

**G.POND** 

**Delivery location:** 

PHILADELPHIA, PA

Delivered to:

Receptionist/Front Desk

Service type:

FedEx 2Day

Packaging type:

FedEx Envelope

Number of pieces:

1

Weight:

1.00 lb.

Special handling/Services:

Deliver Weekday

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All weights are estimated.

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This tracking update has been sent to you by FedEx at your request. FedEx does not validate the authenticity of the requestor and does not validate, guarantee or warrant the authenticity of the request, the requestor's message, or the accuracy of this tracking update. For tracking results and terms of use, go to <a href="fedex.com">fedex.com</a>.

Thank you for your business.

#### Edwards, Robyn

From:

trackingupdates@fedex.com

Sent:

Monday, March 02, 2015 10:12 AM

To:

Hicks, Robyn

Subject:

FedEx Shipment 772993312366 Delivered

<u>×</u>

fedex.com | Ship | Track | Manage | Learn | Office/Print Services

# Your package has been delivered

Tracking # 772993312366

Ship (P/U) date:

Thursday, 2/26/15

Connie Hill

Lincoln Financial Group Greensboro, NC 27401

US

Delivery date:

Monday, 3/2/15 10:08

AM

Securities & Exchange

Commission

Registration Branch

100 F Street, NE Mail Stop

8031

Washington, DC 20549

US

#### **Shipment Facts**

Our records indicate that the following package has been delivered.

Tracking number:

772993312366

Status:

Delivered: 03/02/2015 10:08

Delivered

AM Signed for By:

**D.SEIFORT** 

Reference:

004970

Signed for by:

D.SEIFORT

**Delivery location:** 

Washington, DC

Delivered to:

Mailroom

Service type:

FedEx 2Day

Packaging type:

FedEx Pak

Number of pieces:

1

Weight:

1.00 lb.

Special handling/Services:

Deliver Weekday

Please do not respond to this message. This email was sent from an unattended mailbox. This report was generated at approximately 9:11 AM CST on 03/02/2015.

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All weights are estimated.

To track the latest status of your shipment, click on the tracking number above, or go to fedex.com.

This tracking update has been sent to you by FedEx at your request. FedEx does not validate the authenticity of the requestor and does not validate, guarantee or warrant the authenticity of the request, the requestor's message, or the accuracy of this tracking update. For tracking results and terms of use, go to <a href="fedex.com">fedex.com</a>.

Thank you for your business.

Notes to Financial Statements (continued)

1. Nature of Operations, Basis of Presentation, Summary of Significant Accounting Policies and New Accounting Standards (continued)

#### **New Accounting Standards**

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Future Adoption of New Accounting Standard – Revenue from Contracts with Customers

In May 2014, the FASB issued guidance to clarify the principles for recognizing revenue and to develop a common revenue standard for U.S. GAAP. Revenue must be recognized when the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services, has occurred. Implementation of this guidance will require the Company to identify contracts with customers, identify the performance obligations in the contracts, determine the transaction prices, allocate the transaction prices to the performance obligations in the contracts, and recognize revenue when or as the entity satisfies the performance obligations. The guidance becomes effective for the December 31, 2018 annual reporting period. The Company is assessing the effect of this guidance on the financial statements.

#### Notes to Financial Statements (continued)

#### 2. Income Taxes

The federal income tax expense was as follows:

	Year Ended December 31			
	2015		2014	
Current Deferred	\$	2,617	\$	3,522
Federal income tax expense	\$	3,225	\$	3,759

A reconciliation of the effective tax rate differences was as follows:

	Ye	December 2014	ecember 31 2014		
Tax rate times pretax income Effect of:	\$	2,643	\$ 1,4	1,469	
Other items		582	2,2	290	
Federal income tax expense	\$	3,225	\$ 3,7	759	
Effective tax rate		43%	90%	O	

The effective tax rate is the ratio of tax expense over pretax income. The 2015 and 2014 income tax expense differs from the federal tax rate of 35% as a result of permanent differences.

The federal income tax asset was as follows:

	Year Ended December 31			
	2	2015	2014	
Current	\$	918	1,632	
Deferred		-	608	
Total federal income tax asset	\$	918 \$	2,240	

#### Notes to Financial Statements (continued)

#### 2. Income Taxes (continued)

[\_ ]

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As of December 31, 2015 and 2014, our deferred tax asset was \$0 and \$608, respectively, and consisted of a net operating loss carryforward.

Current federal income taxes receivable of \$918 and \$1,632 at December 31, 2015 and 2014, respectively, is included in due from affiliates on the Statements of Financial Condition.

Current state income taxes receivable of \$458,344 and \$447,407at December 31, 2015 and 2014, respectively, is included in other assets on the Statements of Financial Condition.

The Company is required to establish a valuation allowance for any gross deferred tax assets that are unlikely to reduce taxes payable in future years' tax returns. At December 31, 2015 and 2014, the Company concluded that it was more likely than not that its gross deferred tax assets will reduce taxes payable in future years; therefore, no valuation allowance was necessary.

The LNC consolidated group is subject to examination by U.S. federal, state, local and non-U.S. income authorities. The Internal Revenue Service examination for tax years 2009 through 2011 was closed in 2015. However, LNC has filed a protest for these years with the IRS Appeals Division. The Company is currently not under examination by the IRS. A protest for tax years 2005 through 2008 was previously filed with Appeals and all years from 2005 to 2011 for the Company remain open. All protested items have been resolved for all open years but are subject to review by the U.S. Joint Committee on Taxation before a final settlement is reached. The Company does not expect any adjustments that would be material to its results of operations or its financial condition.

There are no uncertain tax positions related to the Company in the current year.

#### 3. Agreements and Transactions with Affiliates

In order to be compliant with the Financial Industry Regulatory Authority ("FINRA") rules regarding proper expense recognition and expense-sharing agreements, LFD has entered into various cost-sharing agreements with affiliates. Amounts due from affiliates primarily represent amounts due to LFD for the settlement of general and administrative expenses, and taxes and fees, as stipulated in the Master Services Agreement. Amounts due to affiliates primarily represent amounts due to LNL related to separate account 12b-1 fees as well as intercompany cost and tax-sharing agreements.

#### Notes to Financial Statements (continued)

#### 3. Agreements and Transactions with Affiliates (continued)

Settlements under the above agreements are represented in due from affiliates and due to affiliates on the Statements of Financial Condition.

#### 4. Contingencies

Regulatory and Litigation Matters

Regulatory bodies, such as the Securities and Exchange Commission ("SEC") and FINRA, regularly make inquiries and conduct examinations or investigations concerning our compliance with, among other things, securities laws, and laws governing the activities of broker-dealers. While LFD is involved in various pending or threatened legal proceedings arising from the conduct of business either in the ordinary course or otherwise, such legal expenses are a part of our affiliate cost-sharing agreements. Based on information currently known by management, management does not believe any such charges are likely to have a material adverse effect on LFD's financial position.

#### 5. Net Capital Requirements

LFD has elected to operate under the alternative standard provisions of the SEC Uniform Net Capital Rule (Rule 15c3-1), which requires the minimum net capital to be the greater of \$250,000 or 2% of aggregate debit items computed in accordance with the SEC Customer Protection Rule (Rule 15c3-3) reserve requirements. Our operations do not include the physical handling of securities or the maintenance of open customer accounts; therefore, there are no reserve provisions pursuant to Rule 15c3-3. Accordingly, our minimum net capital requirement is \$250,000.

	Year Ended December 31			
	2015			2014
Minimum net capital requirement Net capital	\$ 250,000 \$ 7,835,142		\$	250,000 7,973,602
Excess net capital	\$	7,585,142	\$	7,723,602

#### 6. Subsequent Events

The Company has evaluated subsequent events for recognition and disclosure through the date the financial statements were issued.

Supplementary Information

### Schedule I – Computation of Net Capital Pursuant to Rule 15c3-1 under the Securities Exchange Act of 1934

#### December 31, 2015

Computation of net capital		
Stockholder's equity	\$	8,488,913
Less non-allowable assets:		
Due from affiliates		195,428
Other assets		458,343
Total non-allowable assets		653,771
Net capital before haircuts on securities positions Haircuts on securities		7,835,142
Net capital	\$	7,835,142
Computation of alternate net capital requirements  2% of combined aggregate debit items as shown in Formula for Reserve Requirements pursuant to Rule 15c3-3  Greater of \$250,000 or 2% of combined aggregate debit items	\$ \$	250,000
Excess net capital	\$	7,585,142
Excess net capital at 120% of minimum net capital requirement	\$	7,535,142
No material differences exist between the audited financial statement computation of the computation included in the Company's corresponding unaudited Form X-17A-as of December 31, 2015.		

## Schedule II – Statement Regarding Reserve Requirements Pursuant to Rule 15c3-3 under the Securities Exchange Act of 1934

December 31, 2015

Lincoln Financial Distributors, Inc. is exempt from Rule 15c3-3 under the Securities Exchange Act of 1934 under paragraph (k)(1) of that Rule.

