

LINCOLN GOLD CORP  
Form 6-K  
July 09, 2008

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of **July, 2008**

Commission File Number: **000-25827**

**LINCOLN GOLD CORPORATION**

(Translation of registrant's name into English)

**Suite 350, 885 Dunsmuir Street  
Vancouver, British Columbia Canada V6C 1N5**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F     Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

---

**SUBMITTED HEREWITH**

Exhibits

99.1 News Release dated July 8, 2008 – Lincoln Gold Shareholders Approve Shareholders Rights Plan

99.2 Material Changer Report dated July 8 2008 - Lincoln Gold Shareholders Approve Shareholders Rights Plan

99.3 Shareholder Rights Plan

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Lincoln Gold Corporation**  
(Registrant)

Date: July 8, 2008

By: */s/ Paul F.Saxton*  
Paul F.Saxton

Title: President and Chief Executive Officer

---