

---

---

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

---

**FORM 8-K**

---

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

**Date of Report (Date of earliest event reported): January 24, 2020**

---

**LOCKHEED MARTIN CORPORATION**

(Exact name of registrant as specified in its charter)

**Maryland**

(State or other jurisdiction  
of incorporation)

**1-11437**

(Commission file number)

**52-1893632**

(I.R.S. Employer  
Identification No.)

**6801 Rockledge Drive**

**Bethesda, Maryland**

(Address of principal executive offices)

**20817**

(Zip Code)

**(301) 897-6000**

(Registrant's telephone number, including area code)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$1 par value	LMT	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

---

---

## Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

### Election of Joseph Dunford Jr. to the Board of Directors

On January 24, 2020, the Board of Directors of Lockheed Martin Corporation ("Lockheed Martin" or the "Corporation") elected former Chairman of the Joint Chiefs of Staff General Joseph F. Dunford Jr. as a director of the Corporation, effective February 10, 2020. General Dunford will serve on the Corporation's Classified Business and Security Committee and Nominating and Corporate Governance Committee.

The Board of Directors determined that General Dunford is an "independent director" in accordance with the New York Stock Exchange listing standards, the rules and regulations of the Securities and Exchange Commission ("SEC") and the Corporation's corporate governance guidelines.

General Dunford, age 64, served as the 19th Chairman of the Joint Chiefs of Staff from 2015 until his retirement in September 2019. His previous assignments include serving as the 36th Commandant of the Marine Corps and the Commander of all U.S. and NATO Forces in Afghanistan. Commissioned in 1977, General Dunford served as an infantry officer at all levels, including commanding the 5th Marine Regiment during Operation Iraqi Freedom.

For his service on the Board of Directors, General Dunford will receive the Corporation's standard compensation for non-employee directors. A description of such standard compensation arrangement is filed as [Exhibit 10.1](#) to the Corporation's Quarterly Report on Form 10-Q for the quarter ended September 29, 2019 and incorporated herein by reference. Equity grants to General Dunford will be made in accordance with the Lockheed Martin Corporation Amended and Restated Directors Equity Plan, a copy of which is filed as [Exhibit 10.1](#) to the Corporation's Current Report on Form 8-K filed with the SEC on April 26, 2018 and incorporated herein by reference. General Dunford is also eligible to defer up to 100% of his cash fees into the Lockheed Martin Corporation Directors Deferred Compensation Plan, as amended, a copy of which is filed as [Exhibit 10.2](#) to the Corporation's Annual Report on Form 10-K for the year ended December 31, 2008 and is incorporated herein by reference. Deferred amounts track the performance of investment options available under the Corporation's employee deferred compensation plans or the Corporation's common stock (with dividends reinvested), at the director's election.

General Dunford will also be covered by the Corporation's standard indemnification agreement with directors which the Corporation enters into with all directors. A copy of the form of indemnification agreement is filed as [Exhibit 10.34](#) to the Corporation's Annual Report on Form 10-K for the year ended December 31, 2009 and is incorporated herein by reference.

A copy of the press release announcing the election of General Dunford is filed as [Exhibit 99.1](#) to this Current Report on Form 8-K.

## Item 9.01. Financial Statements and Exhibits.

### (d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release of Lockheed Martin Corporation dated January 24, 2020.</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**SIGNATURE**

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 hereunto duly authorized.

Lockheed Martin Corporation

(Registrant)

Date: January 24, 2020

By: /s/ Kerri R. Morey

Kerri R. Morey

Vice President and Associate General Counsel



## *News Release*

### **Lockheed Martin Elects Joseph F. Dunford Jr. to Board of Directors**

**BETHESDA, Md., Jan. 24, 2020** – Lockheed Martin (NYSE: LMT) today announced its board of directors has elected former Chairman of the Joint Chiefs of Staff General Joseph F. Dunford Jr. to the board, effective Feb. 10, 2020.

“General Dunford’s service to the nation at the highest levels of military leadership will bring valuable insight to our board,” said Marillyn Hewson, chairman, president and CEO of Lockheed Martin. “His experience in complex, global operations and risk management, including cybersecurity threats, is a tremendous asset and will enhance board oversight in key business areas.”

Dunford is a retired U.S. Marine Corps general. He served as the 19th Chairman of the Joint Chiefs of Staff, the nation’s highest-ranking military officer and the principal military advisor to the president, secretary of defense and the National Security Council, from October 2015 until his retirement in September 2019. His previous assignments include serving as the 36th Commandant of the Marine Corps and the commander of all U.S. and NATO forces in Afghanistan. Commissioned in 1977, Dunford served as an infantry officer at all levels, including commanding the 5th Marine Regiment during Operation Iraqi Freedom.

Dunford will serve on the corporation’s Classified Business and Security Committee and Nominating and Corporate Governance Committee.

#### **About Lockheed Martin**

Headquartered in Bethesda, Maryland, Lockheed Martin Corporation is a global security and aerospace company that employs approximately 105,000 people worldwide and is principally engaged in the research, design, development, manufacture, integration and sustainment of advanced technology systems, products and services.

For additional information, visit our website: [www.lockheedmartin.com](http://www.lockheedmartin.com).

###

#### **Media Contact**

Jarrold Agen, 301-897-6412; [jarrod.p.agen@lmco.com](mailto:jarrod.p.agen@lmco.com)