SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* 2. Date of Event Requiring Statement (Month/Day/Year) 07/01/2006		atement /ear)	3. Issuer Name and Ticker or Trading Symbol <u>LOCKHEED MARTIN CORP</u> [LMT]				
(Last) (First) (Middle) 6801 ROCKLEDGE DRIVE			4. Relationship of Reporting Per (Check all applicable) Director	rson(s) to Issue 10% Owne	(Mo	Amendment, Dannent, Dannend, Dannen, D	ate of Original Filed
			X Officer (give title below)	Other (spe below)		idividual or Joint licable Line)	t/Group Filing (Check
(Street)			Executive Vice I	President	2	Form filed b	y One Reporting Person
BETHESDA MD 20817						Form filed b Reporting P	y More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ((Instr. 5)	t (D) (Insti		Beneficial Ownership
Common Stock			15,000	D			
Common Stock			572.6953	I	Lockheed Martin Salaried Savings Plan		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securiti Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to buy)	04/17/2004 ⁽¹⁾	04/17/2013	Common Stock	9,000	45.36	D	
Employee Stock Option (Right to buy)	01/29/2005 ⁽¹⁾	01/29/2014	Common Stock	20,000	49.27	D	
Employee Stock Option (Right to buy)	01/31/2006 ⁽¹⁾	01/31/2015	Common Stock	25,000	57.81	D	
Employee Stock Option (Right to buy)	02/01/2007 ⁽¹⁾	02/01/2016	Common Stock	18,000	67.97	D	
Restricted Stock Units	(2)	(2)	Common Stock	4,300	0	D	
Phantom Stock Units	(3)	(3)	Common Stock	7,286.4315	0	I	Lockheed Martin DMICP
Phantom Stock Units	(4)	(4)	Common Stock	312.1518	0	I	Lockheed Martin Supplemental SSP

Explanation of Responses:

1. The options vest over three years, one-third on each of the first, second and third anniversaries of the grant date.

2. Each restricted stock unit ("RSU") represents a contingent right to receive one share of LMT common stock. The RSUs are subject to a one-year performance period from the date of grant, February 1, 2006. If the value of the RSUs on the date of grant exceeds the performance goal specified in the award agreement, a number of RSUs equal in value to the performance shortfall is forfeited. Subject to the performance goal, the RSUs vest on February 1, 2009, the third anniversary of the date of grant.

3. The information pertains to the phantom stock units acquired under the Lockheed Martin Deferred Management Incentive Plan exempt under Section 16(b) and will be settled in stock upon the reporting person's retirement or termination of service.

4. The information pertains to the phantom stock units acquired under the Lockheed Martin Supplemental Salaried Savings Plan exempt under Section 16(b) and will be settled upon the reporting person's retirement or termination of service.

Remarks:

Joanne M. Maguire, by David

07/10/2006

<u>A. Dedman, Attorney-in-fact</u> ** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.