SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Address of Reporting Person [*] <u> Dewar Patrick M</u>			2. Issuer Name and Ticker or Trading Symbol <u>LOCKHEED MARTIN CORP</u> [LMT]		ationship of Reporting Pe k all applicable) Director	10% Owner	
(Last) 6801 ROCKLE	(First) DGE DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/29/2015	_ x	Officer (give title below) Executive Vice	Other (specify below) President	
(Street) BETHESDA (City)	MD (State)	20817 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person	

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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/29/2015		М		15,453	A	\$82.01	15,453	D	
Common Stock	07/29/2015		S		2,500	D	\$209.5208(1)	12,953	D	
Common Stock	07/29/2015		S		12,953	D	\$208.9325 ⁽²⁾	0.0000	D	
Common Stock								182.0473 ⁽³⁾	I	Lockheed Martin Salaried Savings Plan

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

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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. Transa Code (8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right-to- buy)	\$82.01	07/29/2015		М			15,453	01/30/2013 ⁽⁴⁾	01/28/2022	Common Stock	15,453	\$0.0000	0.0000	D	

Explanation of Responses:

1. The price represents the weighted average sale price for multiple transactions reported on this line. Sale prices ranged from \$209.32 to \$209.67. Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate sales price.

2. The price represents the weighted average sale price for multiple transactions reported on this line. Sale prices ranged from \$208.31 to \$209.27. Reporting Person will provide, upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate sales price.

3. End of period holdings include additional shares acquired through dividend reinvestment.

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

Patrick M. Dewar, by Marian S. 07/31/2015

<u>Block, 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 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).

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.