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

		or S	Section 30(h) o	f the Investment Company Act of	1940				
1. Name and Address of Reporting Person*       2. Date of Event Requiring Statement (Month/Day/Year)         1. Name and Address of Reporting Person*       12/31/2012		atement Year)	3. Issuer Name and Ticker or Trading Symbol <u>LOCKHEED MARTIN CORP</u> [ LMT ]						
(Last) (First) (Middle) 6801 ROCKLEDGE DRIVE		_ 12/31/2012		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Cofficer (give title Other (specify		r (N cify 6.	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check		
(Street) BETHESDA MD 20817				below)     Executive Vice I	below) President	Ar	Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (State)	(State) (Zip)								
		Table I - N	Non-Deriva	tive Securities Beneficia	lly Owned				
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)	Form: Direc	Form: Direct (D) (Inst or Indirect (I)		Nature of Indirect Beneficial Ownership str. 5)	
Common Stock				42.547	D				
Common Stock				7,206.5586	I	Lo	ckheed Martin	Salaried Savings Pla	
				ve Securities Beneficially ants, options, convertibl		3)			
1. Title of Derivative Security (Instr. 4)		2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversio	se 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)		01/29/2005 <sup>(1)</sup>	01/29/2014	Common Stock	6,595	49.27	D		
Employee Stock Option (Right-to-buy)		01/31/2006 <sup>(1)</sup>	01/31/2015	Common Stock	8,500	57.81	D		
Employee Stock Option (Right-to-buy)		02/01/2007 <sup>(1)</sup>	02/01/2016	Common Stock	9,000	67.97	D		
Employee Stock Option (Right-to-buy)		02/01/2011 <sup>(1)</sup>	01/31/2020	Common Stock	12,400	74.89	D		
Employee Stock Option (Right-to-buy)		01/31/2012 <sup>(1)</sup>	01/29/2021	Common Stock	11,715	79.6	D		
Employee Stock Option (Right-to-buy)		01/30/2013 <sup>(1)</sup>	01/28/2022	Common Stock	19,356	82.01	D		
Employee Stock Option (Right-to-buy)		01/26/2010 <sup>(1)</sup>	01/25/2019	Common Stock	17,800	82.52	D		
Employee Stock Option (Right-to-buy)		01/29/2008 <sup>(1)</sup>	01/29/2017	Common Stock	8,400	96.06	D		
Employee Stock Option (Right-to-buy)		01/28/2009 <sup>(1)</sup>	01/26/2018	Common Stock	10,800	106.87	' D		
Restricted Stock Units		(2)	01/30/2015 <sup>(2)</sup>	Common Stock	2,496	(2)	D		
Restricted Stock Units		(2)	01/31/2014 <sup>(2)</sup>	Common Stock	1,926	(2)	D		
Restricted Stock Units	stricted Stock Units		02/01/2013 <sup>(2)</sup>	Common Stock	1,700	(2)	D		
Phantom Stock Units	antom Stock Units		(3)	Common Stock	2,134.8291	(3)	I	LM Supplemental SSP	
Phantom Stock Units		(4)	(4)	Common Stock	7,482.9214	(4)	I	Lockheed Martin DMICP	
Phantom Stock Units		(5)	(5)	Common Stock	3,991.7564	(5)	I	Lockheed Martin LTIP	

## 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, beginning on the date exercisable.

2. The RSUs are subject to a one-year performance period. 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 the third anniversary of the date of the grant. 3. Phantom stock units acquired under the Lockheed Martin Supplemental Salaried Savings Plan exempt under Section 16(b) which will be settled upon the reporting person's retirement or termination of

service. The phantom stock units convert on a one-for-one basis.

4. Phantom stock units acquired under the Lockheed Martin Deferred Management Incentive Compensation Plan exempt under Section 16(b) which will be settled upon the reporting person's retirement or termination of service. The phantom stock units convert on a one-for-one basis.

5. Phantom stock units acquired under the Lockheed Martin Long Term Incentive Plan exempt under Section 16(b) which will be settled in cash after two years subject to continued employment, unless voluntarily deferred (in which case, the units will be settled in stock upon the reporting person's retirement or termination of service). The phantom stock units convert on a one-for-one basis.

Dale P. Bennett, by Marian S. Block, Attorney-in-fact



\*\* 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.