SEC Form 4
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### 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 <sup>*</sup> Carvalho Orlando D				Issuer Name <b>and</b> Ticke OCKHEED MA				(Check	ationship of Reportin < all applicable) Director Officer (give title	10% 0	Dwner		
(Last) 6801 ROCKLEE	(First) DGE DRIVE	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 01/27/2014						X Officer (give title Other (specify below) below) Executive Vice President			
(Street)			4.	4. If Amendment, Date of Original Filed (Month/Day/Year)						. Individual or Joint/Group Filing (Check Applicable ine)			
BETHESDA	MD	20817								Form filed by One Reporting Person			
(City)	(State)	(Zip)							Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Date			2. Transactio Date (Month/Day/Y	Execution Date,			4. Securities / Disposed Of ( 5)			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)		

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

	(eigi, pulo, builo, marano, ophono, op														
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)		of Expiration Date Derivative (Month/Day/Year) Securities Acquired		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				
Restricted Stock Units	(1)	01/27/2014		A		6,141		(2)	01/27/2017 <sup>(2)</sup>	Common Stock	6,141	\$0.0000	6,141	D	

#### Explanation of Responses:

1. Each restricted stock unit ("RSU") represents a contingent right to receive one share of LMT common stock.

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 January 27, 2017, the third anniversary of the date of the grant.

Orlando D. Carvalho, by

01/29/2014 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 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.