| 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 |
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| 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             |     |  |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287    |     |  |  |  |  |  |  |  |  |
| Estimated average burden |     |  |  |  |  |  |  |  |  |
| hours per response:      | 0.5 |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person <sup>*</sup><br>St John Frank A |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>LOCKHEED MARTIN CORP</u> [ LMT ] |                        | tionship of Reporting Per<br>all applicable)<br>Director   | 10% Owner                             |  |  |
|---|---------|----------|--|------------------------|--|---------------------------------------|--|--|
| (Last)<br>6801 ROCKLE   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/22/2018                         | X                      | Officer (give title<br>below)<br>Executive Vice  | Other (specify<br>below)<br>President |  |  |
| Street)<br>BETHESDA MD 20817  |         | 20817    | 4. If Amendment, Date of Original Filed (Month/Day/Year)                               | 6. Indiv<br>Line)<br>X | Individual or Joint/Group Filing (Check A<br>ine)<br>X Form filed by One Reporting Pers<br>Form filed by More than One Rep |                                       |  |  |
| (City)  | (State) | (Zip)    | Derivative Securities Acquired, Disposed of, or Bend                                   |                        | Person   |                                       |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | Execution Date, |        | te, Transaction<br>Code (Instr. |        | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |       |  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|-----------------|--------|---------------------------------|--------|--|-------|--|---|---|
|                                 |  |                 | Code V |                                 | Amount | (A) or<br>(D)  | Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4) |   | (Inst. 4)   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D) (Instr.<br>3, 4 and 5) |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | ate                | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                     | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|-----|--|--------------------|---|-------------------------------------|---|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D) | Date<br>Exercisable                            | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |   | Transaction(s)<br>(Instr. 4)   |  |  |
| Restricted<br>Stock<br>Units                        | (1)   | 02/22/2018                                 |   | A                            |   | 3,045 <sup>(2)</sup>   |     | (2)  | 02/22/2021         | Common<br>Stock   | <b>3,045</b> <sup>(2)</sup>         | \$0.0000  | 3,045  | D  |  |
| Phantom<br>Stock<br>Units                           | (3)   | 02/22/2018                                 |   | A                            |   | 54.4719  |     | (4)  | (4)                | Common<br>Stock   | 54.4719                             | (4)   | 54.4719  | I  | Lockheed<br>Martin<br>DMICP  |
| Phantom<br>Stock<br>Units                           | (5)   |  |   |                              |   |  |     | (5)  | (5)                | Common<br>Stock   | 97.9346                             |   | 97.9346 <sup>(6)</sup>   | I  | LM<br>Supplemental<br>SSP  |

Explanation of Responses:

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

2. Award of restricted stock units which vests on the third anniversary of the grant date. Per the award agreement, vesting may be accelerated to the extent necessary to satisfy tax withholding obligations for retirement-eligible reporting persons and such vested shares shall be disposed to the Issuer for the purposes of satisfying the reporting person's tax withholding obligations, which is an exempt transaction under Rule 16b-3

3. The stock units convert on a 1-for-1 basis.

4. Phantom stock units acquired at \$358.69 per share through voluntary deferral under under the Lockheed Martin Deferred Management Incentive Compensation Plan exempt under Section 16(b) which will be settled in stock following the reporting person's retirement or termination of service.

5. The information pertains to previously acquired stock units under the plan exempt under Section 16(b) which will be settled upon the reporting person's retirement or termination of service.

6. End of period holdings include additional acquisitions through dividend reinvestment.

Frank A. St. John, by Marian S. Block, Attorney-in-fact

02/26/2018

\*\* Signature of Reporting Person

Date

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

 $\ast$  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.