FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| | | | 01.36 | | /esunei | IL COII | ipany Act of 19 | 40 | | | | | |
|--|---------|----------|---|--|---------|------------------|-----------------------------------|--------|--|---|---|---|--|
| 1. Name and Addres Ellis James C | 1 0 | | 2. Issuer Name and Ticker or Trading Symbol LOCKHEED MARTIN CORP [LMT] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
| (Last) 6801 ROCKLEI | (First) | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 01/31/2018 | | | | | | Director Officer (give title below) | | (specify | |
| , | | 4. If Am | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| (Street) BETHESDA | MD | 20817 | | | | | | X | Form filed by More than One Reporting | | | | |
| (City) | (State) | (Zip) | | | | | | | | Person | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Trans. Date (Month/L | | | | action 2A. Deemed Execution Date, if any (Month/Day/Year) | | action Instr. | 4. Securities A Disposed Of (I | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | Code | v | Amount | (A) or | Price | Transaction(s) | | (Instr. 4) | |

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

| 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) | | 5. Number Derivative Securities Acquired or Dispose of (D) (Ins 4 and 5) | (A) ed | 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) | 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 | | (Instr. 4) | | |
| Phantom Stock Units | (1) | 01/31/2018 | | A | | 436.8043 | | (2) | (2) | Common Stock | 436.8043 | (2) | 19,406.3854 ⁽³⁾ | I | Lockheed Martin Directors Equity Plan |

Explanation of Responses:

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

2. In accordance with the Lockheed Martin Corporation 2009 Directors' Equity Plan, each non-employee director received an award of phantom stock units, which award is exempt under Rule 16b-3. The phantom stock units were acquired at \$354.85 per share and vest 50% on June 30 following the award date and 50% on December 31 following the award date or, if earlier, upon retirement, death, disability or change in control. Settlement in cash or stock (as elected by the director) will occur upon the Reporting Person's retirement or termination of service, except that non-employee directors who have satisfied our stock ownership guidelines may elect to have the payment of awards made after January 1, 2018 begin on March 30 following vesting of the award.

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

James O. Ellis, Jr., by Marian S. 02/02/2018

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.