FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Lockheed

Martin

Director Equity Plan

Т

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMEN
obligations may continue. See	
Instruction 1(b).	Filed

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person [*] REED DEBRA L					2. Issuer Name and Ticker or Trading Symbol LOCKHEED MARTIN CORP [LMT]								(Cheo	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) 6801 ROCKLEDGE DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 01/30/2020								Officer (below)	give title		Other (s below)	specify
(Street) BETHESDA MD 20817					4. If Amendment, Date of Original Filed (Month/Day/Year)							Line)	Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(5	State)	(Zip)											Person				
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Date				saction 2A. Deemed Execution Date, if any (Month/Day/Year)			Code (Instr.			(A) or 3, 4 and 5)	and 5) Securities Beneficially Owned Follo		Form: (D) or l		7. Nature of Indirect Beneficial Ownership			
								Code	v	Amount		(A) or (D)	Price	Reported Transactio (Instr. 3 ar				(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/Ye	Code	saction e (Instr.	5. Number Derivative Securities Acquired or Dispos of (D) (Ins 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)			Secu Deriv			lying Derivative		er of ve es ally g d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership t (Instr. 4)	
1							A	mount or		(Instr. 4)			1					

Explanation of Responses:

(1)

Phantom

Stock Units

1. Each share of phantom stock is the economic equivalent of one share of Lockheed Martin Corporation common stock.

2. In accordance with the Amended and Restated Lockheed Martin Corporation 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 \$435.90 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 (together with any dividend equivalents thereon) made on the first business day of April following vesting of the award.

Date

Exercisable

(2)

(D)

Expiration Date

(2)

Title

Common

Stock

<u>Debra L. Reed-Klages, by Kerri</u>

Number of Shares

372.7919

(2)

440,1329

02/03/2020 R. Morey, as 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).

01/30/2020

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code v

A

(A)

372,7919

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.