SEC Form 4

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
or Section 30(h) of the Investment Company Act of 1940

					()											
1. Name and Address of Reporting Person* STEVENS ANNE				2. Issuer Name and Ticker or Trading Symbol <u>LOCKHEED MARTIN CORP</u> [LMT]						(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
										X	Director	10% C	Owner			
(Last) 6801 ROCKLED	(First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 09/30/2005							Officer (give title below)	Other below)	(specify			
					endment, Date of C	riginal I	-iled (I	Month/Day/Yea		6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)										X	Form filed by One	Reporting Perso	on			
BETHESDA MD 20817										Form filed by More than One Reporting						
											Person		U			
(City)	(State)	(Zip)														
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
Date			2. Transad Date (Month/Da		Execution Date,		action Instr.	4. Securities A Disposed Of (6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
						Code	v	Amount	(A) or (D)	Price	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)

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. Transaction Code (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 4 and 5)			(A) ed	6. Date Exerc Expiration Da (Month/Day/\	ate	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	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		Transaction(s) (Instr. 4)		
Phantom Stock Units	(1)	09/30/2005		A	v	14.3644		(2)	(2)	Common Stock	14.3644	\$61.04	3,521.6041	I	LM Directors Deferred Comp Plan
Phantom Stock Units	(1)	09/30/2005		A		307.1756		(3)	(3)	Common Stock	307.1756	\$61.04	3,828.7797	I	LM Directors Deferred Comp Plan
Phantom Stock Units	(1)							(4)	(4)	Common Stock	11.6309		2,851.4222	Ι	LM Directors Equity Plan

Explanation of Responses:

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

2. The information pertains to phantom stock units acquired through dividend reinvestment under the Lockheed Martin Directors Deferred Compensation Plan exempt under Section 16(b). Units are settled upon the reporting person's retirement or termination of service.

3. The information pertains to phantom stock units acquired through Director retainer fee deferral under the Lockheed Martin Directors Deferred Compensation Plan exempt under Section 16(b). Units are settled upon the reporting person's retirement or termination of service.

4. The information pertains to the phantom stock units acquired under the Lockheed Martin Directors Equity Plan exempt under Section 16(b). Units are settled upon the reporting person's retirement or termination of service.

Remarks:

David A. Dedman Attorney-infact

10/04/2005

** 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.