

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM S-8
REGISTRATION STATEMENT
Under
The Securities Act of 1933

LOCKHEED MARTIN CORPORATION
(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of incorporation or organization)

52-1893632
(I.R.S. Employee Identification No.)

6801 Rockledge Drive
Bethesda, Maryland 20817
(301) 897-6000
(Address, including zip code, and telephone number, including area code, of
registrant's principal executive offices)

Lockheed Martin Energy Systems, Inc.
Savings Program
(Full title of the plan)

Marian S. Block, Esquire
Vice President and Associate General Counsel
Lockheed Martin Corporation
6801 Rockledge Drive
Bethesda, Maryland 20817
(301) 897-6000

(Name, address, including zip code, and telephone number, including area code,
of agent for service)

CALCULATION OF REGISTRATION FEE

Title of Securities to be Registered	Maximum Amount to be Registered(*)	Proposed Maximum Offering Price per share(**)	Proposed Maximum Aggregate Offering Price(**)	Amount of Registration Fee(**)
Common Stock, par value \$1.00 per share	350,000	\$19.40	\$6,790,000	\$1,793

(*) In addition, pursuant to Rule 416(c) under the Securities Act of 1933, this Registration Statement also covers an indeterminate amount of plan interests to be offered or sold pursuant to the plans to which this Registration Statement relates. This Registration Statement also covers an indeterminate number of additional shares that may be issued as a result of an adjustment in the shares in the event of a stock split, stock dividend or similar capital adjustment, as required by the Program.

(**) Estimated solely for calculating the amount of registration fee pursuant to Rule 457(h) promulgated under the Securities Act of 1933, as amended. The proposed maximum aggregate offering price is the product resulting from multiplying the number of shares by 19.40, the average of the high and low prices of shares of the Common Stock on the New York Stock Exchange on December 7, 1999.

EXPLANATORY NOTE AND INCORPORATION
OF CERTAIN INFORMATION BY REFERENCE
PURSUANT TO GENERAL INSTRUCTION E OF FORM S-8

This Registration Statement registers additional securities for the Lockheed Martin Energy Systems, Inc. Savings Program. The contents of the Registration Statement on Form S-8 relating to the Program (file no. 333-06255) filed June 18, 1996 are hereby incorporated by reference (including all exhibits thereto and any documents incorporated by reference therein, including any documents subsequently filed by the Registrant) (the "Prior Registration Statement"). The Prior Registration Statement currently is effective. This Registration Statement relates to securities (a) of the same class as those to which the Prior Registration Statement relates and (b) to be issued pursuant to the Program.

PART II
INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

- 5 Opinion of Broc Romanek, Esquire.
- 23-A Consent of Ernst & Young LLP, Independent Auditors.
- 23-B Consent of Broc Romanek, Esquire (contained in Exhibit 5 hereof).
- 24 Powers of Attorney.

Lockheed Martin Energy Systems, Inc. has received a determination letter from the Internal Revenue Service that the plan is qualified under Section 401 of the Internal Revenue Code.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Bethesda, State of Maryland.

LOCKHEED MARTIN CORPORATION

Date: December 6, 1999

/s/ Marian S. Block

By: Marian S. Block
Vice President and Associate General Counsel

Pursuant to the requirements of the Securities Act of 1933, the trustees (or other persons who administer the Plan) have duly caused this registration statement to be signed on their behalf by the undersigned, thereunto duly authorized, in the County of Anderson, State of Tennessee.

LOCKHEED MARTIN ENERGY
SYSTEMS, INC. SAVINGS PROGRAM

Date: December 6, 1999

/s/ Norman E. Sparks

By: Norman E. Sparks
Director--Employee Benefits
Lockheed Martin Energy
Systems, Inc.

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed below by the following persons on behalf of the Registrant and in the capacities and on the date indicated.

Signature -----	Title -----	Date -----
* ----- Vance D. Coffman	Chairman and Chief Executive Officer (Principal Executive Officer)	December 6, 1999
* ----- Robert J. Stevens	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	December 6, 1999
* ----- Christopher E. Kubasik	Vice President and Controller (Principal Accounting Officer)	December 6, 1999

The registration statement also has been signed on the date indicated by the following directors, who constitute a majority of the Board of Directors:

Norman R. Augustine*	Caleb B. Hurtt*
Marcus C. Bennett*	Gwendolyn S. King*
Lynne V. Cheney*	Eugene F. Murphy*
Vance D. Coffman*	Frank Savage*
Houston I. Flournoy*	James F. Gibbons*
Carlisle A.H. Trost*	James R. Ukropina*
Edward E. Hood, Jr.*	Douglas C. Yearley*

By: /s/ Marian S. Block

December 6, 1999

*Marian S. Block
(Attorney-in-fact**)

**By authority of Powers of Attorney filed with this Registration Statement on Form S-8.

EXHIBIT INDEX

Exhibit Number -----	Description -----
5	Opinion of Broc Romanek, Esquire.
23-A	Consent of Ernst & Young LLP, Independent Auditors.
23-B	Consent of Broc Romanek, Esquire (contained in Exhibit 5 hereof).
24	Powers of Attorney.

[LETTERHEAD OF LOCKHEED MARTIN CORPORATION]

December 6, 1999

Lockheed Martin Corporation
6801 Rockledge Drive
Bethesda, Maryland 20817

Re: Opinion re: Legality - Registration of Securities
for use with respect to Lockheed Martin Energy
Systems, Inc. Savings Program

Ladies and Gentleman:

I submit this opinion to you in connection with the filing with the Securities and Exchange Commission of a Registration Statement on Form S-8 (the "Registration Statement") on the date hereof. The Registration Statement registers 350,000 shares of Lockheed Martin Corporation (the "Corporation") common stock (the "Common Stock") for use in connection with the Lockheed Martin Energy Systems, Inc. Savings Program (the "Plan") which is maintained by Lockheed Martin Energy Systems, Inc. a wholly-owned subsidiary of the Corporation.

The Plan contemplates that the Common Stock used in connection with the Plan may be treasury or authorized but unissued shares or may be acquired in the open market. As Assistant General Counsel of the Corporation, I have examined such corporate records, certificates and other documents and have reviewed such questions of law as I deemed necessary or appropriate for the purposes of this opinion.

Based upon that examination and review, I advise you that in my opinion:

(i) the Corporation, has been duly incorporated and is validly existing under the laws of the state of Maryland; and

(ii) to the extent that the operation of the Plan results in the issuance of Common Stock, such shares of Common Stock have been duly and validly authorized and, when issued in accordance with the terms set forth in the Plan, will be legally issued, fully paid and non-assessable.

I hereby consent to the filing of this opinion as an exhibit to the Registration Statement and to the reference to my opinion in the Registration Statement. In giving my consent, I do not admit that I am in the category of persons whose consent is required under Section 7 of the Securities Act of 1933 nor the rules and regulations of the Securities and Exchange Commission thereunder.

Very truly yours,

/s/ Broc Romanek

Broc Romanek
Assistant General Counsel
Lockheed Martin Corporation

cc: Frank H. Menaker, Jr.

CONSENT OF ERNST & YOUNG LLP, INDEPENDENT AUDITORS

We consent to the incorporation by reference in the Registration Statement (Form S-8) pertaining to the Lockheed Martin Energy Systems, Inc. Savings Program of our report dated January 22, 1999, except for the third paragraph of Note 4, as to which the date is February 11, 1999, with respect to the consolidated financial statements of Lockheed Martin Corporation included in its Annual Report (Form 10-K) for the year ended December 31, 1998, filed with the Securities and Exchange Commission.

/s/ Ernst & Young LLP

Washington, D.C.
December 3, 1999

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

The undersigned hereby constitutes Marian S. Block and Broc Romanek, and each of them, jointly and severally, his or her lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, including, but not limited to, that listed below, to execute and file, or cause to be filed, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission (hereinafter referred to as the "Commission") one or more registration statements on Form S-8 for the purpose of registering under the Securities Act of 1933, as amended, (the "Securities Act") securities to be issued under the Lockheed Martin Energy Systems Savings Program and amendments thereto (including post-effective amendments), and all matters required by the Commission in connection with such registration statements under the Securities Act, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite or necessary to be done as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney's-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

December 2, 1999

/s/Norman R. Augustine
Director

POWER OF ATTORNEY

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December 2, 1999

/s/Marcus C. Bennett
Director

POWER OF ATTORNEY

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December 2, 1999

/s/Vance D. Coffman
Chairman and Chief Executive Officer

POWER OF ATTORNEY

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December 2, 1999

/s/Lynne V. Cheney
Director

POWER OF ATTORNEY

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December 2, 1999

/s/Houston I. Flourney
Director

POWER OF ATTORNEY

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December 2, 1999

/s/James F. Gibbons
Director

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December 2, 1999

/s/Edward E. Hood, Jr.
Director

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December 2, 1999

/s/Caleb B. Hurtt
Director

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December 2, 1999

/s/Gwendolyn S. King
Director

POWER OF ATTORNEY

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December 2, 1999

/s/Eugene F. Murphy
Director

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December 2, 1999

/s/Frank Savage
Director

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December 2, 1999

/s/Carlisle A. H. Trost
Director

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December 2, 1999

/s/James R. Ukropina
Director

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December 2, 1999

/s/Douglas C. Yearley
Director

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December 2, 1999

/s/Robert J. Stevens
Executive Vice President and
Chief Financial Officer

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December 2, 1999

/s/Christopher E. Kubasik
Vice President and Controller