

Registration No. 333-06479

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1  
TO 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. Employer  
Identification No.)

6801 ROCKLEDGE DRIVE  
BETHESDA, MARYLAND 20817  
(Address of principal executive offices)

LOCKHEED MARTIN AEROSPACE SAVINGS PLAN  
(Full Title of Plan)

STEPHEN M. PIPER, ESQUIRE  
ASSOCIATE GENERAL COUNSEL  
AND ASSISTANT SECRETARY  
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)

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EXPLANATORY STATEMENT

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In connection with the acquisition of Loral Corporation by Lockheed Martin Corporation (the "Corporation"), on June 21, 1997 the Corporation filed a Registration Statement on Form S-8 (Reg. No. 333-06479) (the "Registration Statement") registering 2,700,000 shares of Lockheed Martin Corporation Common Stock for use in connection with the Lockheed Martin Aerospace Savings Plan (the "Plan"). The Corporation has combined that portion of the Plan relating to Quintron employees with the Lockheed Martin Corporation Performance Sharing Plan (the "PSP"), that portion of the Plan relating to hourly and salaried employees in the Systems and Support Training business with the Lockheed Martin Corporation Operations Support Savings Plan (the "OSSP") and that portion of the Plan relating to all other employees with the Lockheed Martin Corporation Salaried Savings Plan. As a consequence of this combination, shares of Lockheed Martin Corporation Common Stock previously registered by the Corporation for use in connection with the Plan on the Registration Statement and not already issued will not be issued in connection with the Plan by the Corporation.

Pursuant to the Corporation's undertakings in the Registration Statement and in accordance with advice received by the Corporation from the Office of Chief Counsel of the Division of Corporation Finance, the Corporation is filing this Post-Effective Amendment No. 1 to the Registration Statement to remove from registration under the Registration Statement the shares of Lockheed Martin Corporation Common Stock registered thereunder which will not be issued in connection with the Plan. Simultaneously with the filing of this Post-Effective Amendment No. 1, the Corporation is filing a Registration Statement on Form S-8 registering shares of Lockheed Martin Corporation Common Stock for use in connection with the SSP, the PSP and the OSSP. The shares so registered will include the shares not used in connection with the Plan being deregistered hereunder.

Item 8. Exhibits  
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Exhibit No. Description  
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24 Powers of Attorney

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 Post-Effective Amendment No. 1 to Registration Statement No. 333-06479 to be signed on its behalf by the undersigned, thereunto duly authorized, in the County of Montgomery, State of Maryland and on the date indicated below.

LOCKHEED MARTIN CORPORATION

Date: June 30, 1998

By: /s/ Stephen M. Piper

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Stephen M. Piper  
Associate General Counsel  
and Assistant Secretary

Pursuant to the requirements of the Securities Act of 1933, the Trustees (or other persons who administer the Plan) have duly caused this Post-Effective Amendment No. 1 to Registration Statement No. 333-06479 to be signed on its behalf by the undersigned, thereunto duly authorized, in the County of Montgomery, State of Maryland.

LOCKHEED MARTIN AEROSPACE  
SAVINGS PLAN

Date: June 30, 1998

By: /s/ Thomas F. Kinstle

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Thomas F. Kinstle  
Vice President, Benefit  
Finance & Administration

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement No. 333-06479 on Form S-8 has been signed by the following persons in the capacities and on the date indicated.

Signature	Title	Date
/s/ Vance D. Coffman ----- Vance D. Coffman*	Chairman and Chief Executive Officer	June 30, 1998
/s/ Marcus C. Bennett ----- Marcus C. Bennett*	Executive Vice President, Chief Financial Officer and Director	June 30, 1998
/s/ Todd J. Kallman ----- Todd J. Kallman*	Chief Accounting Officer	June 30, 1998
/s/ Norman R. Augustine ----- Norman R. Augustine*	Director	June 30, 1998
/s/ Lynne V. Cheney ----- Lynne V. Cheney*	Director	June 30, 1998
/s/ James F. Gibbons ----- James F. Gibbons*	Director	June 30, 1998
/s/ Edward E. Hood, Jr. ----- Edward E. Hood, Jr.*	Director	June 30, 1998
/s/ Caleb B. Hurtt ----- Caleb B. Hurtt*	Director	June 30, 1998
/s/ Gwendolyn S. King ----- Gwendolyn S. King*	Director	June 30, 1998
/s/ Vincent N. Marafino ----- Vincent N. Marafino*	Director	June 30, 1998
/s/ Frank Savage ----- Frank Savage*	Director	June 30, 1998

/s/ Peter B. Teets Director June 30, 1998

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Peter B. Teets\*

/s/ Carlisle A.H. Trost Director June 30, 1998

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Carlisle A.H. Trost\*

/s/ James R. Ukropina Director June 30, 1998

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James R. Ukropina\*

/s/ Douglas C. Yearley Director June 30, 1998

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Douglas C. Yearley\*

\*By: /s/ Stephen M. Piper June 30, 1998

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(Stephen M. Piper, Attorney-in-fact\*\*)

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\*\* By authority of powers of attorney filed with this Post-Effective Amendment  
No. 1 to Registration Statement 333-06479.

POWER OF ATTORNEY  
LOCKHEED MARTIN CORPORATION

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, 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 post-effective amendments (and amendments thereto) to registration statements ("Existing Registration Statements") previously filed by Lockheed Martin Corporation ("Lockheed Martin") on Form S-8 under the Securities Act of 1933, as amended, (the "Securities Act") and all matters required by the Commission in connection with such registration statements under the Securities Act (collectively "Filings"), 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 attorneys-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. The post-effective amendments are to be filed for the purpose of deregistering shares of common stock of Lockheed Martin registered by Lockheed Martin on the Existing Registration Statements for use in connection with the employee benefit plans listed below a portion of which common stock is now required to be deregistered as such plans will no longer be maintained by Lockheed Martin and such common stock will consequently not be issued. The foregoing Power of Attorney relates to Filings with respect to the following employee benefit plans:

- (i) Lockheed Martin Tactical Systems Master Savings Plan
- (ii) Lockheed Martin Tactical Defense Systems Savings Plan
- (iii) Lockheed Martin Fairchild Corp. Savings Plan
- (iv) Lockheed Martin Librascope Retirement Savings Plan
- (v) Lockheed Martin IR Imaging Systems, Inc. Savings Plan
- (vi) Lockheed Martin Vought Systems Corporation Capital Accumulation Plan
- (vii) Lockheed Martin Aerospace Savings Plan

/s/Vance D. Coffman

June 26, 1998

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Vance D. Coffman  
Chairman and Chief Executive Officer

POWER OF ATTORNEY

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/s/Marcus C. Bennett

June 26, 1998

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Marcus C. Bennett  
Executive Vice President, Chief Financial  
Officer and Director



POWER OF ATTORNEY

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/s/Todd J. Kallman

June 26, 1998

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Todd J. Kallman  
Chief Accounting Officer

POWER OF ATTORNEY

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/s/Norman R. Augustine

June 26, 1998

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Norman R. Augustine  
Director

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/s/Lynne V. Cheney

June 26, 1998

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Lynne V. Cheney  
Director

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/s/James F. Gibbons

June 26, 1998

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James F. Gibbons  
Director

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/s/Edward E. Hood, Jr.

June 26, 1998

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Edward E. Hood, Jr.  
Director

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/s/Caleb B. Hurtt

June 26, 1998

- -----

Caleb B. Hurtt  
Director

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/s/Gwendolyn S. King

June 26, 1998

- - - - -

Gwendolyn S. King  
Director

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/s/Vincent N. Marafino

June 26, 1998

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Vincent N. Marafino  
Director



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/s/Frank Savage

June 26, 1998

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Frank Savage  
Director

POWER OF ATTORNEY

LOCKHEED MARTIN CORPORATION

The undersigned hereby constitutes Frank H. Menaker, Jr. and Stephen M. Piper, 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 post-effective amendments (and amendments thereto) to registration statements ("Existing Registration Statements") previously filed by Lockheed Martin Corporation ("Lockheed Martin") on Form S-8 under the Securities Act of 1933, as amended, (the "Securities Act") and all matters required by the Commission in connection with such registration statements under the Securities Act (collectively "Filings"), 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 attorneys-in-fact and agents, and each of them, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. The post-effective amendments are to be filed for the purpose of deregistering shares of common stock of Lockheed Martin registered by Lockheed Martin on the Existing Registration Statements for use in connection with the employee benefit plans listed below a portion of which common stock is now required to be deregistered as such plans will no longer be maintained by Lockheed Martin and such common stock will consequently not be issued. The foregoing Power of Attorney relates to Filings with respect to the following employee benefit plans:

- (i) Lockheed Martin Tactical Systems Master Savings Plan
- (ii) Lockheed Martin Tactical Defense Systems Savings Plan
- (iii) Lockheed Martin Fairchild Corp. Savings Plan
- (iv) Lockheed Martin Librascope Retirement Savings Plan
- (v) Lockheed Martin IR Imaging Systems, Inc. Savings Plan
- (vi) Lockheed Martin Vought Systems Corporation Capital Accumulation Plan
- (vii) Lockheed Martin Aerospace Savings Plan

/s/Peter B. Teets

June 26, 1998

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Peter B. Teets  
Director

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/s/Carlisle A.H. Trost

June 26, 1998

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Carlisle A.H. Trost  
Director

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/s/James R. Ukropina

June 26, 1998

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James R. Ukropina  
Director

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/s/Douglas C. Yearley

June 26, 1998

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Douglas C. Yearley  
Director