

LOCKHEED MARTIN CORP

Form 4

March 07, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STEVENS ROBERT J

2. Issuer Name **and** Ticker or Trading  
Symbol  
LOCKHEED MARTIN CORP  
[LMT]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
6801 ROCKLEDGE DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/03/2006

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President and CEO

BETHESDA, MD 20817

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/03/2006		M		1,900	A	\$ 39.125 80,723
Common Stock	03/03/2006		M		7,200	A	\$ 45.5625 87,923
Common Stock	03/03/2006		M		24,000	A	\$ 52 111,923
Common Stock	03/03/2006		M		40,000	A	\$ 37 151,923
Common Stock	03/03/2006		S		2,800	D	\$ 74.36 149,123

Edgar Filing: LOCKHEED MARTIN CORP - Form 4

Common Stock	03/03/2006	S	8,600	D	\$ 74.04	140,523	D
Common Stock	03/03/2006	S	200	D	\$ 74.07	140,323	D
Common Stock	03/03/2006	S	700	D	\$ 74.06	139,623	D
Common Stock	03/03/2006	S	6,200	D	\$ 74.05	133,423	D
Common Stock	03/03/2006	S	11,500	D	\$ 74.02	121,923	D
Common Stock	03/03/2006	S	1,700	D	\$ 74.33	120,223	D
Common Stock	03/03/2006	S	500	D	\$ 74.32	119,723	D
Common Stock	03/03/2006	S	2,900	D	\$ 74.29	116,823	D
Common Stock	03/03/2006	S	400	D	\$ 74.28	116,423	D
Common Stock	03/03/2006	S	1,000	D	\$ 74.27	115,423	D
Common Stock	03/03/2006	S	4,800	D	\$ 74.26	110,623	D
Common Stock	03/03/2006	S	500	D	\$ 74.25	110,123	D
Common Stock	03/03/2006	S	1,000	D	\$ 74.23	109,123	D
Common Stock	03/03/2006	S	2,500	D	\$ 74.21	106,623	D
Common Stock	03/03/2006	S	500	D	\$ 74.18	106,123	D
Common Stock	03/03/2006	S	100	D	\$ 74.15	106,023	D
Common Stock	03/03/2006	S	2,100	D	\$ 74.14	103,923	D
Common Stock	03/03/2006	S	1,600	D	\$ 74.13	102,323	D
Common Stock	03/03/2006	S	2,400	D	\$ 74.12	99,923	D
Common Stock	03/03/2006	S	5,000	D	\$ 74.11	94,923	D
	03/03/2006	S	8,300	D	\$ 74.1	86,623	D

Edgar Filing: LOCKHEED MARTIN CORP - Form 4

Common  
Stock

Common Stock	03/03/2006	S	300	D	\$ 74.09	86,323	D
-----------------	------------	---	-----	---	----------	--------	---

Common Stock	03/03/2006	S	2,500	D	\$ 74.08	83,823	D
-----------------	------------	---	-------	---	----------	--------	---

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

**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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 39.125	03/03/2006		M	1,900	<u>(1)</u>	04/24/2006	Common Stock	1,900
Employee Stock Option (Right to Buy)	\$ 45.5625	03/03/2006		M	7,200	<u>(2)</u>	01/22/2007	Common Stock	7,200
Employee Stock Option (Right to Buy)	\$ 52	03/03/2006		M	24,000	<u>(3)</u>	01/21/2008	Common Stock	24,000
Employee Stock Option (Right to Buy)	\$ 37	03/03/2006		M	40,000	<u>(4)</u>	01/31/2009	Common Stock	40,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEVENS ROBERT J 6801 ROCKLEDGE DRIVE BETHESDA, MD 20817	X		President and CEO	

## Signatures

Robert J. Stevens, by David A. Dedman,  
Attorney-in-Fact

03/07/2006

\_\_\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) The options vest over two years, one-half on each of the first and second anniversaries of the grant date, beginning on April 25, 1997.
- (2) The options vest over two years, one-half on each of the first and second anniversaries of the grant date, beginning on January 23, 1998
- (3) The options vest over two years, one-half on each of the first and second anniversaries of the grant date, beginning on January 22, 1999.
- (4) The options vest over two years, one-half on each of the first and second anniversaries of the grant date, beginning on February 1, 2000.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.