

LOCKHEED MARTIN CORP

Form 4

March 09, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Stanislav Martin T

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)
03/07/2006

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Vice President and Controller

BETHESDA, MD 20817

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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	03/07/2006		M		500	A	\$ 35.05	1,215 D
Common Stock	03/08/2006		M		4,000	A	\$ 35.05	5,215 D
Common Stock	03/08/2006		M		10,000	A	\$ 50.4	15,215 D
Common Stock	03/08/2006		M		2,500	A	\$ 49.27	17,715 D
Common Stock	03/08/2006		S		500	D	\$ 73.2	17,215 D

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Common Stock	03/08/2006	S	1,000	D	\$ 73.35	16,215	D
Common Stock	03/08/2006	S	400	D	\$ 73.32	15,815	D
Common Stock	03/08/2006	S	1,500	D	\$ 73.3	14,315	D
Common Stock	03/08/2006	S	500	D	\$ 73.29	13,815	D
Common Stock	03/08/2006	S	2,800	D	\$ 73.28	11,015	D
Common Stock	03/08/2006	S	800	D	\$ 73.27	10,215	D
Common Stock	03/08/2006	S	1,800	D	\$ 73.26	8,415	D
Common Stock	03/08/2006	S	500	D	\$ 73.22	7,915	D
Common Stock	03/08/2006	S	1,000	D	\$ 73.2	6,915	D
Common Stock	03/08/2006	S	1,200	D	\$ 73.18	5,712	D
Common Stock	03/08/2006	S	1,000	D	\$ 73.17	4,715	D
Common Stock	03/08/2006	S	800	D	\$ 73.16	3,915	D
Common Stock	03/08/2006	S	200	D	\$ 73.11	3,715	D
Common Stock	03/08/2006	S	3,000	D	\$ 73.1	715	D

Common Stock

2,324.2609 I

Lockheed
Martin
Salaried
Savings
Plan

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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)	\$ 35.05	03/07/2006		M	500	<u>(1)</u>	01/28/2011	Common Stock	500
Employee Stock Option (Right to Buy)	\$ 35.05	03/08/2006		M	4,000	<u>(1)</u>	01/28/2011	Common Stock	4,000
Employee Stock Option (Right to Buy)	\$ 50.4	03/08/2006		M	10,000	<u>(2)</u>	01/28/2012	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 49.27	03/08/2006		M	2,500	<u>(3)</u>	01/28/2014	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Stanislav Martin T 6801 ROCKLEDGE DRIVE BETHESDA, MD 20817	Vice President and Controller

Signatures

Martin T. Stanislav, by David A. Dedman,
Attorney-in-Fact 03/09/2006

 **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 January 29, 2002.

(2) The options vest over two years, one-half on each of the first and second anniversaries of the grant date, beginning on January 29, 2003.

(3) The options vest over three years, one-third on each of the first, second and third anniversaries of the grant date, beginning on January 29, 2005.

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

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