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Comey Jam Form 4										
January 28,	ЛЛ								PPROVAL	
	UNITED	STATES		RITIES A	N OMB Number:	3235-0287				
Check t if no los subject Section Form 4 Form 5	nger to STATEN 16. or								January 31Expires:2005Estimated averageburden hours perresponse0.5	
obligati may co <i>See</i> Inst 1(b).	ons ntinue. Section 17(a) of the I	Public U	Itility Hol	ding Cor		of 1935 or Secti			
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Comey James B			2. Issuer Name and Ticker or Trading Symbol LOCKHEED MARTIN CORP				5. Relationship of Reporting Person(s) to Issuer			
		[LMT]					(Check all applicable)			
(Last) (First) (Middle) 6801 ROCKLEDGE DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 01/26/2009			Director 10% Owner X_ Officer (give title Other (specify below) below) Senior VP & General Counsel				
(Street) 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 			
(City)	(State)	(Zip)					Person			
				ole I - Non-3.			cquired, Disposed		-	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deem Execution any (Month/D(Instr. 3)any (Month/D		Date, if TransactionAcquired (A) or Code Disposed of (D)			(A) or of (D) 4 and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D) Price	(Instr. 3 and 4)			
Reminder: Re	eport on a separate line	e for each cla	ass of sec	urities bene	-	-	•			
					inforn requii	nation cont ed to resp lys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Ar
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Se
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (or Dispose (D) (Instr. 3, 4 and 5)	ed of			
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right-to-buy)	\$ 82.52	01/26/2009		А		65,200		01/26/2010 <u>(1)</u>	01/25/2019	Common Stock
Restricted Stock Units	(2)	01/26/2009		А	V	27,600 (3)		(3)	<u>(3)</u>	Common Stock
Restricted Stock Units	<u>(2)</u>	01/26/2009		А	V	4,550 (4)		(4)	<u>(4)</u>	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
Comey James B 6801 ROCKLEDGE DRIVE BETHESDA, MD 20817			Senior VP & General Counsel				
Signatures							
James B. Comey, by David A. I Attorney-in-Fact	Dedman,		01/28/2009				
<u>**</u> Signature of Reporting	g 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 three years, one-third on each of the first, second and third anniversaries of the grant date, beginning on January 26, 2010.
- (2) Each restricted stock unit ("RSU") represents a contingent right to receive one share of LMT common stock.
- Represents a special grant of RSUs for retention purposes which are subject to a one-year performance period. If the value of the RSUs(3) on the date of grant exceeds the performance goal specified in the award agreement, a number of RSUs equal in value to the performance shortfall is forfeited. Subject to the performance goal, the RSUs vest on January 26, 2012, the third anniversary of the date of the grant.

Represents an annual incentive performance grant of RSUs which are subject to a one-year performance period. If the value of the RSUs(4) on the date of grant exceeds the performance goal specified in the award agreement, a number of RSUs equal in value to the performance shortfall is forfeited. Subject to the performance goal, the RSUs vest on January 26, 2012, the third anniversary of the date of the grant.

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.