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LOCKHEED MARTIN CORP

Form 3 July 10, 2006

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement LOCKHEED MARTIN CORP [LMT] A Maguire Joanne M (Month/Day/Year) 07/01/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 6801 ROCKLEDGE DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person BETHESDA, Â MDÂ 20817 (give title below) (specify below) Form filed by More than One **Executive Vice President** Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 15,000 Lockheed Martin Salaried Common Stock I 572.6953 Savings Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

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

currently valid OMB control number.

1. Title of Derivative	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
Security	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)
		(Instr. 4)	Price of	Derivative	

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to buy)	04/17/2004(1)	04/17/2013	Common Stock	9,000	\$ 45.36	D	Â
Employee Stock Option (Right to buy)	01/29/2005(1)	01/29/2014	Common Stock	20,000	\$ 49.27	D	Â
Employee Stock Option (Right to buy)	01/31/2006(1)	01/31/2015	Common Stock	25,000	\$ 57.81	D	Â
Employee Stock Option (Right to buy)	02/01/2007(1)	02/01/2016	Common Stock	18,000	\$ 67.97	D	Â
Restricted Stock Units	(2)	(2)	Common Stock	4,300	\$ 0	D	Â
Phantom Stock Units	(3)	(3)	Common Stock	7,286.4315	\$ 0	I	Lockheed Martin DMICP
Phantom Stock Units	(4)	(4)	Common Stock	312.1518	\$ 0	I	Lockheed Martin Supplemental SSP

Reporting Owners

Reporting Owner Name / Address	Relationships					
Fg	Director	10% Owner	Officer	Other		
Maguire Joanne M 6801 ROCKLEDGE DRIVE BETHESDA. MD 20817	Â	Â	Executive Vice President	Â		

Signatures

Joanne M. Maguire, by David A. Dedman, Attorney-in-fact 07/10/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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.
- Each restricted stock unit ("RSU") represents a contingent right to receive one share of LMT common stock. The RSUs are subject to a one-year performance period from the date of grant, February 1, 2006. If the value of the RSUs 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 February 1, 2009, the third anniversary of the date of grant.

Reporting Owners 2

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- (3) The information pertains to the phantom stock units acquired under the Lockheed Martin Deferred Management Incentive Plan exempt under Section 16(b) and will be settled in stock upon the reporting person's retirement or termination of service.
- (4) The information pertains to the phantom stock units acquired under the Lockheed Martin Supplemental Salaried Savings Plan exempt under Section 16(b) and will be settled upon the reporting person's retirement or termination of service.

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.