

LOCKHEED MARTIN CORP
Form 4
August 16, 2007

FORM 4

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

OMB APPROVAL

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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

(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)
08/14/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/14/2007 | | S | | 593 | D | \$ 96.72 |
| Common Stock | 08/14/2007 | | S | | 200 | D | \$ 96.73 |
| Common Stock | 08/14/2007 | | S | | 1,158 | D | \$ 96.74 |
| Common Stock | 08/14/2007 | | S | | 48,854 | D | \$ 96.75 |
| Common Stock | 08/14/2007 | | S | | 700 | D | \$ 96.76 |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 08/14/2007 | S | 100 | D | \$ 96.77 | 162,075 | D |
| Common Stock | 08/14/2007 | S | 500 | D | \$ 96.78 | 161,575 | D |
| Common Stock | 08/14/2007 | S | 9,610 | D | \$ 96.8 | 151,965 | D |
| Common Stock | 08/14/2007 | S | 860 | D | \$ 96.81 | 151,105 | D |
| Common Stock | 08/14/2007 | S | 100 | D | \$ 96.82 | 151,005 | D |
| Common Stock | 08/14/2007 | S | 200 | D | \$ 96.83 | 150,805 | D |
| Common Stock | 08/14/2007 | S | 600 | D | \$ 96.84 | 150,205 | D |
| Common Stock | 08/14/2007 | S | 800 | D | \$ 96.85 | 149,405 | D |
| Common Stock | 08/14/2007 | S | 200 | D | \$ 96.86 | 149,205 | D |
| Common Stock | 08/14/2007 | S | 600 | D | \$ 96.87 | 148,605 | D |
| Common Stock | 08/14/2007 | S | 400 | D | \$ 96.89 | 148,205 | D |
| Common Stock | 08/14/2007 | S | 552 | D | \$ 96.9 | 147,653 | D |
| Common Stock | 08/14/2007 | S | 66,575 | D | \$ 97 | 81,078 | D |
| Common Stock | 08/14/2007 | S | 1,200 | D | \$ 97.01 | 79,878 | D |
| Common Stock | 08/14/2007 | S | 1,400 | D | \$ 97.02 | 78,478 | D |
| Common Stock | 08/14/2007 | S | 170 | D | \$ 97.04 | 78,308 | D |
| Common Stock | 08/14/2007 | S | 1,385 | D | \$ 97.05 | 76,923 | D |
| Common Stock | 08/14/2007 | S | 400 | D | \$ 97.06 | 76,523 | D |
| Common Stock | 08/14/2007 | S | 100 | D | \$ 97.07 | 76,423 | 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

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(9-02)

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

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

Signatures

Robert J. Stevens, by Marian S. Block,
Attorney-in-Fact 08/16/2007

**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).

Remarks:

This Form 4 represents Part III of three parts filed concurrently.

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.