

LOCKHEED MARTIN CORP
Form 3
January 08, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â HEWSON MARILLYN A
(Last) (First) (Middle)

6801 ROCKLEDGE DRIVE
(Street)

BETHESDA,Â MDÂ 20817

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
01/01/2010

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

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

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

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

2,952.6177

D

Â

Common Stock

33.7777

I

Lockheed Martin Salaried
Savings Plan

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of

5. Ownership
Form of
Derivative

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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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)	02/01/2007 ⁽¹⁾	01/31/2016	Common Stock	6,000	\$ 67.97	D	Â
Employee Stock Option (Right to Buy)	01/29/2008 ⁽²⁾	01/29/2017	Common Stock	12,067	\$ 96.06	D	Â
Employee Stock Option (Right to Buy)	01/28/2009 ⁽³⁾	01/26/2018	Common Stock	22,500	\$ 106.87	D	Â
Employee Stock Option (Right to Buy)	01/26/2010 ⁽⁴⁾	01/25/2019	Common Stock	29,600	\$ 82.52	D	Â
Restricted Stock Units	Â ⁽⁵⁾	Â ⁽⁵⁾	Common Stock	1,800	\$ 0	D	Â
Restricted Stock Units	Â ⁽⁶⁾	Â ⁽⁶⁾	Common Stock	3,000	\$ 0	D	Â
Restricted Stock Units	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock	1,700	\$ 0	D	Â
Restricted Stock Units	Â ⁽⁸⁾	Â ⁽⁸⁾	Common Stock	2,950	\$ 0	D	Â
Phantom Stock Units	Â ⁽⁹⁾	Â ⁽⁹⁾	Common Stock	2,368.4107	\$ 0	I	Lockheed Martin DMICP
Phantom Stock Units	Â ⁽¹⁰⁾	Â ⁽¹⁰⁾	Common Stock	379.7124	\$ 0	I	Lockheed Martin Supplemental SSP
Phantom Stock Units	Â ⁽¹¹⁾	Â ⁽¹¹⁾	Common Stock	11,757.6052	\$ 0	I	Lockheed Martin LTIP

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEWSON MARILLYN A 6801 ROCKLEDGE DRIVE BETHESDA,Â MDÂ 20817	Â	Â	Â Executive Vice President	Â

Signatures

Marillyn A. Hewson, by David A. Dedman,
Attorney-in-fact

01/08/2010

__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, beginning on February 1, 2007.
- (2) 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, 2008.
- (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 28, 2009.
- (4) 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.
- (5) Each RSU represents a contingent right to receive one share of LMT common stock. The RSUs are subject to a one-year performance period. 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 January 29, 2010, the third anniversary of the date of the grant.
- (6) Each RSU represents a contingent right to receive one share of LMT common stock. The RSUs are subject to a one-year performance period. 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 28, 2010, the third anniversary of the date of the grant.
- (7) Each RSU represents a contingent right to receive one share of LMT common stock. The RSUs are subject to a one-year performance period. 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 January 28, 2011, the third anniversary of the date of the grant.
- (8) Each RSU represents a contingent right to receive one share of LMT common stock. The RSUs are subject to a one-year performance period. 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 January 26, 2012, the third anniversary of the date of the grant.
- (9) Phantom stock units acquired under the Lockheed Martin Deferred Management Incentive Compensation Plan exempt under Section 16(b) and will be settled in stock upon the reporting person's retirement or termination of service. The phantom stock units convert on a one-for-basis.
- (10) Phantom stock units acquired under the Lockheed Martin Supplemental Salaried Savings Plan exempt under Section 16(b) which will be settled upon the reporting person's retirement or termination of service. The phantom stock units convert on a one-for-one basis.
- (11) Phantom stock units acquired under the Lockheed Martin Long Term Incentive Plan exempt under Section 16(b) which will be settled in cash after two years subject to continued employment, unless voluntarily deferred (in which case the units will be settled in stock upon the reporting person's retirement or termination of service. The phantom stock units convert on a one-for-one basis.

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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