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MARTIN MARIETTA MATERIALS INC

Form 4 September 18, 2001

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FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] Check box if no Instruction 1(b).

longer subject to

Section 16. Form 4

or Form 5 obligations
may continue. See

Instruction 1(b)

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(f) of the Investment Company Act of 1940

1. Name and A	Address (_	ng Person(J.			Name and Ticke ietta Materia			mbol	6.
 (Last) 	(First) (Midd		(Middle) 3	Number of Person,	4. Statement For Month/Year			 [[
2710 Wycliff Road					(Volunta			8/2001		
	(Stree	et)						Amendme		7.
Raleigh NC		C	27607				Date of Origina (Month/Year) 		_	
 (City) 	(Sta	 ate)	(Zip)	 						
		TABLE 1	NON-DE	 RIVATI	VE SECURI	TIES ACQUIRED,	DISPOSI	ED OF, C	R BENE	FICI
 1. Title of Security (Instr. 3)		Date (Month/Day/		ti			ci			riti ally
		Year) 				 (Instr. 3,	, 4 and !	 5)		d of nstr
 		 		Code 	e V 	 Amount 	(A) or (D) 	 Price 		
		 			·	 	 	 		
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FORM 4 (CONTINUED) TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALI (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 3)	2. 	Conversion or Exercise Price of Derivative Security	 	(Month/	i I	act	ion le	 	Deriv Secur Acqui or Di or (I	vative rities ared (A) asposed (C)	Expi Date	ble and ration th/Day/
	 		 		 	 ode	V	' 				Expira- tion Date
Employee Stock Option (right to buy) (1)	 -	43.58	8 / 1 8 / 1 -	 16/2001 	A A	 	V 	30 , 	000		(1)	 8/16/2011
 	 		 -		 	' 		 	 			

	9.	Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10 	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)		Nature of Indirect Beneficial Ownership (Instr. 4)
	30	,000 	-	D	 	

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Explanation of Responses:

- (1) Non-qualified stock option award granted under the Martin Marietta Materials, Inc. Amended an Plan. Options become exercisable in three equal annual installments commencing one year from the
- (*) Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Philip Signature c

Note. File three copies of this form, one of which must be manually signed. Philip J. S If space provided is insufficient, see Instruction 6 for procedure. (Print or Type Responses)