

LOCKHEED MARTIN CORP  
Form S-8 POS  
June 28, 2004

As filed with the Securities and Exchange Commission on June 28, 2004

Registration No. 033-58085

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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**POST-EFFECTIVE AMENDMENT NO. 1**

**TO**

**FORM S-8**

**REGISTRATION STATEMENT**

*UNDER*

*THE SECURITIES ACT OF 1933*

**LOCKHEED MARTIN CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

**Maryland**

(State or Other Jurisdiction of

Incorporation or Organization)

**52-1893632**

(I.R.S. Employer Identification No.)

**6801 Rockledge Drive**

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**Bethesda, Maryland 20817**

(Address of Principal Executive Offices)

**Lockheed Martin Corporation Savings and Investment Plan for Hourly Employees**

(Full Title of the Plan)

**David A. Dedman, Esquire**

**Associate General Counsel**

**Lockheed Martin Corporation**

**6801 Rockledge Drive**

**Bethesda, Maryland 20817**

(Name and address of agent for service)

**(301) 897-6000**

(Telephone number, including area code, of agent for service)

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**EXPLANATORY STATEMENT**

On March 15, 1995, the Corporation filed a Registration Statement on Form S-8 (Reg. No. 033-58085) (the Registration Statement ) registering, in the aggregate, 97,756 shares of Lockheed Martin Corporation Common Stock, and an indeterminate number of plan interests, for use in connection with the Lockheed Martin Corporation Savings and Investment Plan for Hourly Employees (the Plan ).

The Corporation has combined the Plan with the Lockheed Martin Corporation Performance Savings Plan (the Successor Plan ). As a consequence of this combination, shares of Lockheed Martin Corporation Common Stock previously registered by the Corporation for use in connection with the Plan on the Registration Statement and not already issued will not be issued in connection with the Plan by the Corporation.

Pursuant to the Corporation s undertakings in the Registration Statement, the Corporation is filing this Post-Effective Amendment No. 1 to the Registration Statement to remove from registration the shares of Lockheed Martin Corporation Common Stock thereunder which will not be issued in connection with the Plan.

**Item 8. Exhibits.**

<u>Exhibit No.</u>	<u>Description</u>
24	Powers of Attorney

**SIGNATURES**

*The Registrant.* Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement No. 333-58085 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Bethesda, State of Maryland, on this the 28th day of June, 2004.

**LOCKHEED MARTIN CORPORATION**

By: */s/ David A. Dedman*  
 David A. Dedman  
 Associate General Counsel

*The Plan.* Pursuant to the requirements of the Securities Act of 1933, the trustees (or other persons who administer the Plan) have duly caused this Post-Effective Amendment No. 1 to Registration Statement No. 333-58085 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Bethesda, State of Maryland, on this 24th day of June, 2004.

**LOCKHEED MARTIN CORPORATION  
 SAVINGS AND INVESTMENT PLAN FOR  
 HOURLY EMPLOYEES**

By: */s/ John Dierkes*  
 John Dierkes  
 Vice President, Human Resources Services

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 (No. 333-58085) has been signed below by the following persons on behalf of the Registrant and in the capacities and on the date indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<i>/s/ Vance D. Coffman*</i> _____	Chairman, Director and Chief Executive	June 28, 2004
Vance D. Coffman	Officer (Principal Executive Officer)	
<i>/s/ Christopher E. Kubasik*</i> _____	Senior President and Chief Financial Officer	June 28, 2004
Christopher E. Kubasik	(Principal Financial Officer)	
<i>/s/ Rajeev Bhalla*</i> _____	Vice President and Controller	June 28, 2004
Rajeev Bhalla	(Principal Accounting Officer)	

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This Registration Statement also has been signed on the date indicated by the following directors, who constitute a majority of the Board of Directors:

E.C. Pete Aldridge, Jr.\*  
Marcus C. Bennett\*  
Vance D. Coffman\*  
Gwendolyn S. King\*  
Douglas H. McCorkindale\*  
Douglas C. Yearley\*

Eugene Murphy\*  
Joseph W. Ralston\*  
Frank Savage\*  
Anne Stevens\*  
Robert J. Stevens\*  
James R. Ukropina\*

By: /s/ David A. Dedman  
\*David A. Dedman  
(Attorney-in-fact\*\*)

June 28, 2004

\*\* By authority of Powers of Attorney filed with this Registration Statement.

**EXHIBIT INDEX**

**Exhibit Number**

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**Exhibit Description**

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Powers of Attorney