

Edgar Filing: MARTIN MARIETTA MATERIALS INC - Form 4

MARTIN MARIETTA MATERIALS INC

Form 4

May 23, 2001

1

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] Check box if no
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 Address of Reporting Person(1)			2. Issuer Name and Ticker or Trading Symbol		6. R
Bennett	Marcus	C.	Martin Marietta Materials, Inc. (MLM)		
(Last)	(First)	(Middle)	3. IRS Identification	4. Statement For	[X
			Number of Reporting	Month/Year	[
16440 Gulf Shores Drive			Person, if an Entity		
			(Voluntary)	4/2001	
	(Street)			5. If Amendment,	7. I
				Date of Original	(
Boca Grande	FL	33921-1991		(Month/Year)	[
(City)	(State)	(Zip)			[

TABLE 1 -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/ Year)	3. Transac-		4. Securities Acquired (A)			5. Amount
		tion Code	(Instr. 8)	or Disposed of (D)	(Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or	Price	cially
					(D)		End of
							(Instr.

Edgar Filing: MARTIN MARIETTA MATERIALS INC - Form 4

2

FORM 4 (CONTINUED)

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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)
Stock Units (1)	1-for-1	4/2/2001	A V	83.00	(1) (1)

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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
3,639.57	D	

Edgar Filing: MARTIN MARIETTA MATERIALS INC - Form 4

Explanation of Responses:

(1) The stock units were accrued under the Martin Marietta Materials, Inc. Common Stock Purchase and are to be settled in cash and/or stock on (i) the date the reporting person ceases to be a Non-Em date that is one month and one year following the date the reporting person ceases to be a Non-Em with the reporting person's election under the Plan.

(* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Marcus

Signature o

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

Marcus C.