## Edgar Filing: MARTIN MARIETTA MATERIALS INC - Form 4

### MARTIN MARIETTA MATERIALS INC

Form 4 December 07, 2001

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

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 Filed pursuant to Section 16(a) of the Securities Act of 1940

Zelnak, J				(1)   2		Name and Tick Marietta Mate				
(Last)	(Fir	rst) (Middle)		 )   3	Number of Reporting					
2710 Wycliff Road					Person, if an Entity     (Voluntary)			11/2001		
	(Stre	et)					l D	f Amendme	riginal	  7.
Raleigh	NC		27607				(.	Month/Yea	ar)	1
(City)	(St	ate)	(Zip)							   
		TABLE	I NON-DE	ERIVATI	VE SECURI	ITIES ACQUIRED	, DISPO	SED OF, (	OR BENE	 FICI
1. Title of Security (Instr. 3)		Date		ti		)			cu:	ount riti ally d of
						(Instr. 3, 4 and 5)			a oi nstr	
		     		Code   	e   V   	-    Amount   	(A) o   (D)	r  Price    	     	
Common Stock			 1/2001 	   M		-    15,667.00	A	24.25		
Common Stock		11/14	1/2001	l F	i	2,521.00	l D	44.93		
Common Stock		11/14	1/2001	l S	i	13,146.00 	l D	44.93	2	4,02
		 		 -	 	 -			 	
				 -	 	 -	 	  -	 	

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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)	Exe:   Pric   Der:	n or   ccise   ce of   iv-	Trans-   action   Date   (Month/  Day/   Year)	act Cod	ion	Deriv Secur Acqui of Di or (D	rative   rat	Expi:	ole and   ration       th/Day/
	 	     	  -  -	 Code		(A)	(D)		Expira-    tion    Date
Employee Stock Option   (right to buy) 	 	   	'14/2001  	M   	-	      	15,667	(1)	7/10/     2006   
		     	-    - 	      	-     -	     	   	   	      
		   	·	   	-     -	      			

	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)
-		0.00	  -	D	  -      

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Explanation of Responses:

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

/s/ Stephen
----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)