

## MARTIN MARIETTA MATERIALS INC

Form 4

August 30, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

## 1. Name and Address of Reporting Person

James M. Reed

34908 North Indian Camp Trail

AZ, Scottsdale 85262

## 2. Issuer Name and Ticker or Trading Symbol

Martin Marietta Materials, Inc. (MLM)

## 3. IRS or Social Security Number of Reporting Person (Voluntary)

## 4. Statement for Month/Year

8/2002

## 5. If Amendment, Date of Original (Month/Year)

## 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director ( ) 10% Owner ( ) Officer (give title below) ( ) Other  
(specify below)

## 7. 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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction	3. Date	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned at End of Month
			A/ D	Price

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of De rivative Secu rities Acqui red (A) or Dis posed of (D)	6. Date Exer cisable and Expiration Date (Month/ Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. P of vat Sec rit
Directors Options 1	36.55	8/15/2002	A	2000	8/15/2002	Common Stock 2000	

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

### Explanation of Responses:

1. Non-qualified stock option award granted under the Martin Marietta Materials, Inc. Amended and Restated Stock-Based Award Plan. Options are exercisable immediately.