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MARTIN MARIETTA MATERIALS INC

Form 4

December 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 Philip J. Sipling

2710 Wycliff Road NC, Raleigh 27607

- 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/Day/Year 12/30/2002
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Executive Vice President
- 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 Beneficia	lly (Owned
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1. Title of Security		Exec-	Trar acti	ns or ion 	ecurities Ac r Disposed c Amount	-		5.Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock	12/18/		G 	V 300 		D 		18333
Common Stock								1335

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

1.Title of	2.Con-	3.	3A.	4.	5.Numbe	r of De	e 6.Da	te Exer	7. Title and Amount	t 8.P
Derivative	version	Trans-	Deemed	l Trans-	rivati	ve Seci	u cisa	ble and	of Underlying	of
Security	or Exer	action	1	action	rities	Acqui	Expi	ration	Securities	vat
	cise	1	Execu-	-	red(A)	or Dis	s Date	(Month/		Sec
	Price of		ution		posed	of(D)	Day/	Year)		rit
	Deriva-	1			I		Date	Expir		1
	tive	1				1	A/ Exer	- ation	Title and Number	er
	Secu-	(Month/	(Month	.		I	D cisa	- Date	of Shares	1
	rity	Day/	/Day/	Code V	Amoun	t	ble			1
		Year)	Year)		I	-	1			1

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Explanation of Responses: SIGNATURE OF REPORTING PERSON Philip J. Sipling Philip J. Sipling