## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

## OMB APPROVAL OMB Number: 3235-0287 Estimated average burder hours per response: 0.5

	lress of Reporting		2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>MARTIN MARIETTA MATERIALS INC</u> [	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
		•	MLM ]		Director	10% Owner	
(Last) 2710 WYCLI	(First) FF ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/31/2018	-	Officer (give title below)	Other (specify below)	
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)			
RALEIGH	NC	27607 (Zip)		X	Form filed by One Reporting Person		
(City)	(State)				Form filed by More the Person	an One Reporting	
		Table I - Non-D	erivative Securities Acquired, Disposed of, or Benefi	cially	Owned		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	ecution Date, Transaction any Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	05/31/2018		Α		27 <sup>(1)</sup>	Α	\$222.87	17,874	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Expiration Date (Month/Day/Year) Derivative Security Conversion Execution Date Transaction Amount of Derivative derivative Ownership of Indirect Date (Month/Day/Year) of Derivative or Exercise if anv Code (Instr. Securities Security Securities Form: Beneficial (Instr. 3) Price of (Month/Day/Year) 8) Securities Underlying (Instr. 5) Beneficially Direct (D) Ownership (Instr. 4) Derivative Acquired Derivative Owned or Indirect (I) (Instr. 4) (A) or Disposed Following Reported Security Security (Instr. 3 and 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount oı Number Date Expiration of Code ν (A) (D) Exercisable Date Title Shares

Explanation of Responses:

1. Common stock units were accrued under the Martin Marietta Materials, Inc. Common Stock Purchase Plan for Directors (the "Plan") and are to be settled in stock in a lump sum or in installments not to exceed 10 years commencing on (i) the date the reporting person ceases to be a Non-Employee Director, (ii) the date that is one month and one year following the date the reporting person ceases to be a Non-Employee Director, or (iii) the date the fees are earned, in accordance with the reporting person's election under the Plan.

/s/ Roselyn R. Bar, attorney-in-06/01/2018

<u>fact</u>

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.