



May 18, 2017

## Martin Marietta Announces Pricing Terms of Debt Offering

RALEIGH, N.C.--(BUSINESS WIRE)-- Martin Marietta Materials, Inc. (NYSE:MLM) announced today the pricing of its offering of \$300 million aggregate principal amount of Floating Rate Senior Notes due 2020 (the "Floating Rate Notes") and \$300 million aggregate principal amount of Senior Notes due 2027 (the "Fixed Rate Notes" and, together with the Floating Rate Notes, the "Senior Notes"). The Floating Rate Notes will mature on May 22, 2020, will bear interest at a per annum floating rate, reset quarterly, equal to three-month LIBOR for U.S. dollars plus 0.65% and will be issued at 100% of par value. Interest will be paid quarterly in arrears on February 22, May 22, August 22 and November 22, commencing August 22, 2017. The Fixed Rate Notes will mature on June 1, 2027, will have an interest rate of 3.450% and will be issued at 99.798% of par value. Interest will be paid semiannually on the 1st day of June and December, commencing December 1, 2017. The Senior Notes will be sold pursuant to Martin Marietta's shelf registration statement and the base prospectus on file with the Securities and Exchange Commission ("SEC"). The net proceeds of the offering are expected to be used to (i) refinance in full at maturity Martin Marietta's existing floating rate notes scheduled to mature on June 30, 2017, (ii) repay approximately \$200 million of the debt outstanding under Martin Marietta's revolving credit facility and (iii) repay approximately \$95 million of the debt outstanding under Martin Marietta's trade receivables facility. Closing of the offering is expected to occur on May 22, 2017, subject to customary closing conditions.

Deutsche Bank Securities Inc., J.P. Morgan Securities LLC, BB&T Capital Markets, a division of BB&T Securities, LLC, SunTrust Robinson Humphrey, Inc. and Wells Fargo Securities, LLC will serve as underwriters and joint book-running managers for the offering.

Martin Marietta has filed a shelf registration statement on Form S-3 (including a base prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and the prospectus supplement thereto and the other documents that Martin Marietta has filed or will file with the SEC for more complete information about Martin Marietta and this offering. The offering will be made only pursuant to the terms of the relevant prospectus supplement (including the prospectus). These documents will be available at no charge by visiting EDGAR on the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, these documents will be made available upon request to any underwriter participating in the offering. Interested parties may obtain a prospectus and the related prospectus supplement from Deutsche Bank Securities Inc., 60 Wall Street, New York, New York 10005, Attn: Prospectus Group, by telephone at (800) 503-4611 or by email at [prospectus.CPDG@db.com](mailto:prospectus.CPDG@db.com); J.P. Morgan Securities LLC, 383 Madison Avenue, New York, New York 10179, Attn: Investment Grade Syndicate Desk—3<sup>rd</sup> Floor or by telephone at (212) 834-4533; BB&T Capital Markets, a division of BB&T Securities, LLC, 901 East Byrd Street, Suite 300, Richmond, Virginia 23219, Attn: Keith E. Pomroy, by telephone at (844) 499-2713 or by email at [prospectusrequests@bbandtcm.com](mailto:prospectusrequests@bbandtcm.com); SunTrust Robinson Humphrey, Inc., 303 Peachtree Street, NE, Atlanta, Georgia 30308, Attn: Prospectus Department, by telephone at (800) 685-4786 or by email at [STRHdocs@SunTrust.com](mailto:STRHdocs@SunTrust.com); and Wells Fargo Securities, LLC, 608 2<sup>nd</sup> Avenue South, Suite 1000, Minneapolis, Minnesota 55402, Attn: WFS Customer Service, by telephone at (800) 645-3751 or by email at [wfscustomerservice@wellsfargo.com](mailto:wfscustomerservice@wellsfargo.com).

This press release does not constitute an offer to sell or a solicitation of an offer to buy any securities. Offers of securities will be made only by means of a prospectus filed with the SEC. The prospectus is part of a shelf registration statement that has become effective under the Securities Act of 1933, as amended.

### COMPANY DESCRIPTION

Martin Marietta is an American-based company and a leading supplier of building materials, including cement, ready mixed concrete and asphalt. Through a network of operations spanning 29 states, Canada, The Bahamas, and the Caribbean Islands, dedicated Martin Marietta teams supply the resources necessary for building the solid foundations on which our communities thrive. Martin Marietta's Magnesia Specialties business provides a full range of magnesium oxide, magnesium hydroxide and dolomitic lime products.

### CAUTIONARY STATEMENT ABOUT FORWARD-LOOKING STATEMENTS

This release contains statements which, to the extent they are not recitations of historical fact, constitute forward-looking

statements within the meaning of federal securities law. Investors are cautioned that all forward-looking statements involve risks and uncertainties, and are based on assumptions that we believe in good faith are reasonable at the time the statements are made, but which may be materially different from actual results. Investors can identify these statements by the fact that they do not relate only to historic or current facts. The words "may," "will," "could," "should," "anticipate," "believe," "estimate," "expect," "forecast," "intend," "outlook," "plan," "project," "scheduled" and similar expressions in connection with future events or future operating or financial performance are intended to identify forward-looking statements. Any or all of the Company's forward-looking statements in this release may turn out to be wrong.

Statements and assumptions on future revenues, income and cash flows, performance, economic trends, the outcome of litigation, regulatory compliance and environmental remediation cost estimates are examples of forward-looking statements. Numerous factors could affect our forward-looking statements and actual performance. In addition, other risks and uncertainties not presently known to us or that we currently consider immaterial could affect the accuracy of our forward-looking statements.

Except as required by law, we undertake no obligation to update any forward-looking statements in order to reflect any event or circumstance that may arise after the date of this prospectus.

You should consider these forward-looking statements in light of risk factors discussed in the preliminary prospectus supplement filed with the SEC on May 17, 2017 and those in our annual report on Form 10-K for the year ended December 31, 2016, our current report on Form 8-K filed on May 12, 2017 and other periodic filings made with the SEC. All of our forward-looking statements should be considered in light of these factors. In addition, other risks and uncertainties not presently known to us or that we consider immaterial could affect the accuracy of our forward-looking statements.

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