

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 Instruction 1(b).

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 burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Mohr John P</u> (Last) (First) (Middle) <u>MARTIN MARIETTA MATERIALS, INC.</u> <u>2710 WYCLIFF ROAD</u> (Street) <u>RALEIGH NC 27607</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MARTIN MARIETTA MATERIALS INC [MLM]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">SVP - CIO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/02/2017</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	10/02/2017		P		0.3467 ⁽¹⁾	A	\$205.98	526.6517 ⁽²⁾	D	
Common Stock	01/02/2018		P		0.3209 ⁽¹⁾	A	\$223.02	526.9726	D	
Common Stock	04/02/2018		P		0.7207 ⁽¹⁾	A	\$203.29	462.6933	D	
Common Stock	07/02/2018		P		0.9603 ⁽¹⁾	A	\$221.16	463.6536	D	
Common Stock	10/01/2018		P		1.2508 ⁽¹⁾	A	\$185.6	464.9044	D	
Common Stock	01/02/2019		L	V	1.3601 ⁽³⁾	A	\$171.13	466.2645	D	
Common Stock	04/01/2019		L	V	3.9662 ⁽³⁾	A	\$204.2	10,254.2307	D	
Common Stock	07/01/2019		L	V	3.891 ⁽³⁾	A	\$227.14	10,258.1217	D	
Common Stock	10/01/2019		L	V	3.6943 ⁽³⁾	A	\$274.7	10,261.816	D	
Common Stock	01/02/2020		L	V	3.6328 ⁽³⁾	A	\$279.91	10,265.4488	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Represents shares acquired by the Reporting Person under an automatic dividend reinvestment program through his broker for quarterly cash dividends paid by the Issuer to stockholders in 2017 and 2018. These transactions should have been previously reported on two Form 5s and were inadvertently reported late by the Reporting Person.
- Includes 0.305 shares that the Reporting Person inadvertently did not include on his Form 3.
- Represents shares acquired by the Reporting Person under an automatic dividend reinvestment program through his broker for quarterly cash dividends paid by the Issuer to stockholders.

John P. Mohr 02/12/2020
 ** 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.