

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

1. Name and Address of Reporting Person* <u>NNS Holding</u>  (Last) (First) (Middle) C/O M& C CORP. SERVICES, PO BOX 309GT UGLAND HOUSE, SOUTH CHURCH STREET  (Street) GEORGE TOWN E9 E9  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/15/2007	3. Issuer Name and Ticker or Trading Symbol <u>MARTIN MARIETTA MATERIALS INC [ MLM ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Shares of Common Stock, par value \$0.01	3,429,747	D <sup>(1)</sup>	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Put option (obligation to buy)	08/15/2007	08/15/2007	Common Stock	66,570	140	D <sup>(1)</sup>	
Put option (obligation to buy)	08/15/2007	08/15/2007	Common Stock	133,245	140	D <sup>(1)</sup>	
Put option (obligation to buy)	12/14/2007	12/14/2007	Common Stock	66,570	140	D <sup>(1)</sup>	
Call option (right to buy) <sup>(2)</sup>	05/07/2008	05/07/2008	Common Stock	967,897	131.87	D <sup>(1)</sup>	
Put option (obligation to buy) <sup>(2)</sup>	05/07/2008	05/07/2008	Common Stock	967,897	131.87	D <sup>(1)</sup>	

1. Name and Address of Reporting Person* <u>NNS Holding</u>  (Last) (First) (Middle) C/O M& C CORP. SERVICES, PO BOX 309GT UGLAND HOUSE, SOUTH CHURCH STREET  (Street) GEORGE TOWN E9 E9  (City) (State) (Zip)
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1. Name and Address of Reporting Person* <u>Sawiris Nassef</u>  (Last) (First) (Middle) 3 NESSIM STREET  (Street) CAIRO H2 NOT APPLIC  (City) (State) (Zip)
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1. Name and Address of Reporting Person\*

Norman Philip

(Last) (First) (Middle)

C/O M&C CORPORATE SERVICES

UGLAND HOUSE, SOUTH CHURCH STREET

(Street)

GRAND E9 E9 11221  
CAYMAN

(City) (State) (Zip)

**Explanation of Responses:**

1. See attached joint filer information.

2. The reporting person entered into a European-style forward buy transaction, in which it purchased a call option permitting NNS Holding to call 967,897 shares at an exercise price of \$131.87 per call on May 7, 2008. On the same date and with the same counterparty as the related call, NNS Holding sold a put option giving the counterparty the right to deliver 967,897 shares at an exercise price of \$131.87 on May 7, 2008.

**Remarks:**

/s/ NASSEF SAWIRIS - as a  
director on behalf of NNS 08/16/2007

Holding

/s/ NASSEF SAWIRIS 08/16/2007

/s/ PHILIP NORMAN 08/16/2007

\*\* 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 5 (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.

## JOINT FILER INFORMATION

Name: NNS Holding

Address: c/o M&C Corporate Services, PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands

Designated Filer: NNS Holding

Issuer & Ticker Symbol: Martin Marietta Materials, Inc. [MLM]

Date of Event Requiring Statement: August 15, 2007

Name: Mr. Nassef Sawiris

Address: c/o M&C Corporate Services, PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands

Designated Filer: NNS Holding

Issuer & Ticker Symbol: Martin Marietta Materials, Inc. [MLM]

Date of Event Requiring Statement: August 15, 2007

Name: Mr. Philip Norman

Address: c/o M&C Corporate Services, PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands

Designated Filer: NNS Holding

Issuer & Ticker Symbol: Martin Marietta Materials, Inc. [MLM]

Date of Event Requiring Statement: August 15, 2007

The shares of common stock of the Issuer reported on this Form 3 are directly held by NNS Holdings. NNS Holding is an exempted company incorporated in the Cayman Islands with limited liability. Its registered address is c/o M&C Corporate Services, PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands. Its principal business is holding diversified industrial and financial investments, and in connection with this NNS Holding is, through one of its wholly owned subsidiaries, a principal shareholder of Orascom Construction Industries Company. The entire share capital of NNS Holding is held by the NNS Jersey Trust, whose beneficiaries are principally Mr. Nassef Sawiris and his descendants.

Mr. Nassef Sawiris is a director of NNS Holding and the settlor of the NNS Jersey Trust. As a director of NNS Holding, he is charged with exploring investment opportunities appropriate for NNS Holding based on his investment expertise. In addition to a number of other directorships, Mr. Nassef Sawiris is Chief Executive Officer of Orascom Construction Industries Company, a cement producer and construction contractor whose business address is Nile City South Tower, 2005A Corniche El Nil, Cairo, Egypt 11221. Mr. Sawiris is a citizen of Egypt.

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Mr. Philip Norman is a director of NNS Holding. Mr. Norman is a partner of the Ogier Group, a provider of legal and fiduciary services whose business address is Whiteley Chambers, Don Street, St Helier, Jersey, JE3 5HN, Channel Islands. Mr. Norman is a British citizen.

By virtue of their directorships of NNS Holding, Mr. Nassef Sawiris and Mr. Philip Norman have the power to vote and dispose of the shares held by NNS Holding. Mr. Sawiris, along with his descendants, are the principal beneficiaries of the trust which owns the shares of NNS Holding. As the directors of NNS Holdings, Mr. Nassef Sawiris and Mr. Philip Norman may be deemed to be the beneficial owner of such shares of common stock of the Issuer held by NNS Holdings (NNS Holdings together with Mr. Nassef Sawiris and Mr. Philip Norman, the "Reporting Persons", each a "Reporting Person").

Each Reporting Person, other than NNS Holdings, disclaims beneficial ownership of these securities, except to the extent of his or its pecuniary interest therein. The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons, other than NNS Holdings, are the beneficial owners of all such equity securities covered by this statement.

Signature of Reporting Persons:

NNS Holdings:

By: /s/ NASSEF SAWIRIS

Name: Mr. Nassef Sawiris

Title: Director of NNS Holdings

Date: August 16, 2007

Mr. Nassef Sawiris:

/s/ NASSEF SAWIRIS

Date: August 16, 2007

Mr. Philip Norman

/s/ PHILIP NORMAN

Date: August 16, 2007