



FORM 4  
(CONTINUED)  
TABLE II --  
DERIVATIVE  
SECURITIES  
ACQUIRED,  
DISPOSED OF, OR  
BENEFICIALLY  
OWNED (E.G.,  
PUTS, CALLS,  
WARRANTS,  
OPTIONS,  
CONVERTIBLE  
SECURITIES) ----  
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1. Title of Derivative	2. Conversion	3. Transaction	4. Transaction	5. Number of Derivatives	6. Date Exercisable	7. Title and Amount of Underlying Security or Derivative	8. Price of Security or Derivative	9. Date of Exercise	10. Code	11. Securities Expiration	12. Derivatives	13. Price of Securities	14. (Month/Day/Year) or (Instr. 3 and 4) Date of Acquisition or Disposition	15. (Month/Day/Year) or (D) Date of Maturity or Security	16. (Instr. 3, 4, and 5) Date	17. Date	18. Expiration	19. Amount or	20. Exercise Title of Derivative	21. Number of Shares	22. Code	23. (A) or (D)	24. Date	25. Shares	26. Employee Stock Option	27. A	28. V	29. (1)	30. Common	31. (right to buy)	32. (1)	33. Stock
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Explanation of  
Responses: (1)  
Non-qualified  
stock option  
award granted  
under the Martin  
Marietta  
Materials, Inc.  
Amended and  
Restated Stock-  
Based Award  
Plan. Options  
become  
exercisable in  
three equal  
annual  
installments  
commencing one  
year from the  
date of grant.  
(\* Intentional  
misstatements or  
omissions of  
facts constitute  
Federal Criminal  
/s/ Stephen P.  
Zelnak, Jr. 9-5-  
01 Violations.  
See 18 U.S.C.  
1001 and 15  
U.S.C. 78ff(a).  
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Signature of  
Reporting  
Person(\*) Date  
Note. File three  
copies of this  
form, one of  
which must be  
manually signed.  
Stephen P.  
Zelnak, Jr. Page  
2 If space  
provided is  
insufficient,  
see Instruction  
6 for procedure.  
(Print or Type  
Responses)