

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2014 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or ☒ a single-employer plan; ☐ a DFE (specify) _____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☒
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan <u>LOCKHEED MARTIN TACTICAL DEFENSE SYSTEMS RETIREMENT PLAN II FOR BARGAINING UNIT EMPLOYEES</u>	1b Three-digit plan number (PN) ▶ <u>043</u> 1c Effective date of plan <u>12/31/1999</u>
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>LOCKHEED MARTIN CORPORATION</u> <u>6801 ROCKLEDGE DRIVE, CCT-115</u> <u>BETHESDA, MD 20817</u>	2b Employer Identification Number (EIN) <u>52-1893632</u> 2c Plan Sponsor's telephone number <u>301-548-2384</u> 2d Business code (see instructions) <u>339900</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/12/2015</u>	<u>DONALD REMSCH</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/12/2015</u>	<u>DONALD REMSCH</u>
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number) (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor		3b Administrator's EIN	
		3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:		4b EIN	
a Sponsor's name		4c PN	
5 Total number of participants at the beginning of the plan year		5	1223
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).			
a(1) Total number of active participants at the beginning of the plan year		6a(1)	78
a(2) Total number of active participants at the end of the plan year		6a(2)	77
b Retired or separated participants receiving benefits		6b	638
c Other retired or separated participants entitled to future benefits.....		6c	412
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	1127
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	91
f Total. Add lines 6d and 6e		6f	1218
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1B 3F 3H			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply)		9b Plan benefit arrangement (check all that apply)	
(1) ☐ Insurance		(1) ☐ Insurance	
(2) ☐ Code section 412(e)(3) insurance contracts		(2) ☐ Code section 412(e)(3) insurance contracts	
(3) ☒ Trust		(3) ☒ Trust	
(4) ☐ General assets of the sponsor		(4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules		b General Schedules	
(1) ☒ R (Retirement Plan Information)		(1) ☒ H (Financial Information)	
(2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary		(2) ☐ I (Financial Information – Small Plan)	
(3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		(3) ☐ A (Insurance Information)	
		(4) ☐ C (Service Provider Information)	
		(5) ☒ D (DFE/Participating Plan Information)	
		(6) ☐ G (Financial Transaction Schedules)	

Part III**Form M-1 Compliance Information (to be completed by welfare benefit plans)**

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2014</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

Round off amounts to nearest dollar.
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

<div>A Name of plan LOCKHEED MARTIN TACTICAL DEFENSE SYSTEMS RETIREMENT PLAN II FOR BARGAINING UNIT EMPLOYEES</div>	<div>B Three-digit plan number (PN) 043</div>
<div>C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF LOCKHEED MARTIN CORPORATION</div>	<div>D Employer Identification Number (EIN) 52-1893632</div>

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information

1	Enter the valuation date: Month 01 Day 01 Year 2014			
2	Assets:			
	a Market value	2a	182867821	
	b Actuarial value	2b	183722765	
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
	a For retired participants and beneficiaries receiving payment	702	91628266	91628266
	b For terminated vested participants	443	38738472	38738472
	c For active participants	78	24122401	24271372
	d Total	1223	154489139	154638110
4	If the plan is in at-risk status, check the box and complete lines (a) and (b)			
	a Funding target disregarding prescribed at-risk assumptions	4a		
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5	6.41%	
6	Target normal cost	6	1229229	

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

<div>SIGN HERE</div>	<div>Signature of actuary</div> <div>THOMAS S. STAUFFER</div> <div>Type or print name of actuary</div> <div>AON CONSULTING, INC.</div> <div>Firm name</div> <div>500 EAST PRATT ST. BALTIMORE, MD 21202</div> <div>Address of the firm</div>	<div>09/17/2015</div> <div>Date</div> <div>14-06384</div> <div>Most recent enrollment number</div> <div>410-547-2800</div> <div>Telephone number (including area code)</div>
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	2380914	31810387
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	2380914	966303
9 Amount remaining (line 7 minus line 8)	0	30844084
10 Interest on line 9 using prior year's actual return of 6.22%	0	1918502
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		3894483
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 6.60%		36120
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		208197
c Total available at beginning of current plan year to add to prefunding balance		4138800
d Portion of (c) to be added to prefunding balance		4138800
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	36901386

Part III Funding Percentages		
14 Funding target attainment percentage	14	94.94 %
15 Adjusted funding target attainment percentage	15	118.80 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	96.85 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ►			18(b)	18(c)	

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
(4) 4th	0	

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.99 %	2nd segment: 6.32 %	3rd segment: 6.99 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	1229229	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	7816731	2469629	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	3698858	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	3698858	3698858
36 Additional cash requirement (line 34 minus line 35).....	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2014 This Form is Open to Public Inspection
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>		
A Name of plan <u>LOCKHEED MARTIN TACTICAL DEFENSE SYSTEMS RETIREMENT PLAN II FOR BARGAINING UNIT EMPLOYEES</u>		B Three-digit plan number (PN) ▶ <u>043</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>LOCKHEED MARTIN CORPORATION</u>		D Employer Identification Number (EIN) <u>52-1893632</u>

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	4500000	0
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	178472313	184722037
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	182972313	184722037

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	115206	168036
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	115206	168036

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	182857107	184554001
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		11234738
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		11234738

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	9369808	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		9369808
f Corrective distributions (see instructions).....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)	22321	
(2) Contract administrator fees.....	2i(2)	15400	
(3) Investment advisory and management fees.....	2i(3)	130315	
(4) Other.....	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		168036
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		9537844

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		1696894
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan.....	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: MITCHELL & TITUS, LLP

(2) EIN: 13-2781641

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

- a** Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....
- b** Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?	X		100000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?.....		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☒ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>		<div>Retirement Plan Information</div> <div>This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>► File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2014</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014					
A Name of plan LOCKHEED MARTIN TACTICAL DEFENSE SYSTEMS RETIREMENT PLAN II FOR BARGAINING UNIT EMPLOYEES				B Three-digit plan number (PN) ►	043
C Plan sponsor's name as shown on line 2a of Form 5500 LOCKHEED MARTIN CORPORATION				D Employer Identification Number (EIN) 52-1893632	
Part I Distributions					
All references to distributions relate only to payments of benefits during the plan year.					
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....				1	0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 22-3810641					
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.					
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....				3	15
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)					
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☒ No ☐ N/A					
If the plan is a defined benefit plan, go to line 8.					
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.					
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....				6a	
b Enter the amount contributed by the employer to the plan for this plan year.....				6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)				6c	
If you completed line 6c, skip lines 8 and 9.					
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?..... ☐ Yes ☐ No ☐ N/A					
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☒ N/A					
Part III Amendments					
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☒ No					
Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.					
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No					
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No					
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... ☐ Yes ☐ No					
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... ☐ Yes ☐ No					
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.				Schedule R (Form 5500) 2014 v. 140124	

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: 49% Investment-Grade Debt: 28% High-Yield Debt: 3% Real Estate: 0% Other: 20%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☒ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate line 19(b)?

☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

LOCKHEED MARTIN TACTICAL DEFENSE SYSTEMS
RETIREMENT PLAN II FOR BARGAINING UNIT EMPLOYEES

Financial Statements as of December 31, 2014 and 2013,
and for the Year Ended December 31, 2014, with Report of Independent Auditors

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees**

Financial Statements

Year Ended December 31, 2014

Table of Contents

Report of Independent Auditors	1
Financial Statements:	
Statements of Net Assets Available for Benefits as of December 31, 2014 and 2013	3
Statement of Changes in Net Assets Available for Benefits for the Year Ended December 31, 2014	4
Notes to Financial Statements	5

REPORT OF INDEPENDENT AUDITORS

Plan Administrator
Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Lockheed Martin Tactical Defense Systems Retirement Plan II for Bargaining Unit Employees, which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended December 31, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified investment information described in Note 4, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the entity that certified the investment information meets the requirements of 29 CFR 2520.103-8. The plan administrator has obtained certifications as of December 31, 2014 and 2013, and for the year ended December 31, 2014, stating that the investment information provided to the plan administrator is complete and accurate.

Disclaimer of Opinion on Financial Statements

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Report on Compliance of Form and Content with Department of Labor's Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the certified investment information, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Mitchell & Titus, LLP

October 7, 2015

**Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Unit Employees
Statements of Net Assets Available for Benefits
(in thousands)**

	December 31,	
	2014	2013
Assets		
Investments:		
Interest in Master Trust	\$ 184,722	\$ 178,472
Employer contributions receivable.....	—	4,500
Total assets	<u>184,722</u>	<u>182,972</u>
Liabilities		
Accrued expenses.....	<u>168</u>	<u>115</u>
Net assets available for benefits	<u>\$ 184,554</u>	<u>\$ 182,857</u>

The accompanying notes are an integral part of these financial statements.

**Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Unit Employees
Statement of Changes in Net Assets Available for Benefits
(in thousands)**

	<u>Year Ended December 31, 2014</u>
Net assets available for benefits at beginning of year	\$ 182,857
Additions to net assets:	
Interest in net investment gain of Master Trust	12,292
Deductions from net assets:	
Benefit payments	9,370
Administrative expenses	1,225
Total deductions	10,595
Change in net assets	1,697
Net assets available for benefits at end of year	<u>\$ 184,554</u>

The accompanying notes are an integral part of these financial statements.

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements**

1. Description of Plan

The following description of the Lockheed Martin Tactical Defense Systems Retirement Plan II for Bargaining Unit Employees (the Plan) provides only general information about the Plan's provisions. Participants should refer to the Plan document and Summary Plan Description for a more complete description of the Plan's provisions.

General

The Plan is a defined benefit plan covering bargaining unit employees of Lockheed Martin Maritime Systems and Sensors Tactical Systems—Eagan and Lockheed Martin Maritime Systems and Sensors Undersea Systems—Mitchel Field, and has been amended from time to time. Lockheed Martin Corporation (the Corporation) is the Plan Sponsor and the Plan Administrator. Active participants become fully vested in the Plan upon the earlier of the completion of five years of service or attainment of age 65. Effective January 1, 2009, new and rehired employees at Lockheed Martin Maritime Systems and Sensors Undersea Systems—Mitchel Field are not eligible to participate in the Plan. Effective January 1, 2010, new and rehired employees at Lockheed Martin Maritime Systems and Sensors—Eagan, Minnesota are not eligible to participate in the Plan. During 2012, the Eagan facility was closed resulting in a partial plan termination, which did not have an impact on the Plan as all related plan participants were fully vested.

The assets of the Plan, excluding the "Employer contributions receivable," are held and invested on a commingled basis in the Lockheed Martin Corporation Master Retirement Trust (the Master Trust). The assets of the Master Trust are held by The Northern Trust Company (the Trustee), with the exception of certain assets that are not held under custody by the Trustee as described in Note 4.

Funding Policy

Funding for the Plan is determined in accordance with the Employee Retirement Income Security Act of 1974 (ERISA), as amended by the Pension Protection Act of 2006 (PPA) and consistent with U.S. Government Cost Accounting Standards (CAS). Contributions by the Corporation, if any, meet the ERISA minimum funding requirements. The Corporation has the right under the Plan to discontinue such contributions at any time and/or terminate the Plan. In the event of termination, the Plan's net assets are to be used first for the payment of retirement benefits that former employees or their beneficiaries have been receiving, next for the payment of other vested benefits, and finally for the payment of nonvested benefits for the remaining participants. If the net assets are not sufficient to pay all benefits, the net assets shall be paid to the most senior categories until a category cannot be paid in full, and remaining net assets shall be allocated pro rata to all the benefits in that category and not those of lower priority. However, in the event of termination of the Plan, the Pension Benefit Guaranty Corporation (PBGC) guarantees the payment of nonforfeitable retirement benefits subject to certain limitations prescribed by ERISA.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Accumulated Plan Benefits

Accumulated plan benefits are those estimated future periodic payments that are attributable under the Plan's provisions for credited service by participants from their date of eligibility to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired, terminated and disabled participants or their beneficiaries, and (b) present participants or their beneficiaries. Benefits for retired, terminated and disabled participants or their beneficiaries are based on each former participant's

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

compensation during each year of credited service prior to his or her termination or retirement date. Accumulated plan benefits for active participants are based on each participant's compensation during each year of credited service preceding the valuation date. Benefits payable under all circumstances—retirement, death, disability and termination of employment—are included to the extent they are deemed attributable to employee service prior to the valuation date.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits. Actual results could differ from those estimates.

Payment of Benefits

Benefit payments to participants are recorded upon distribution.

Risks and Uncertainties

The Plan, through the Master Trust, invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, currency, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the Statements of Net Assets Available for Benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

Investment Valuation and Income Recognition

Investments in the Master Trust are reported at fair value. Fair value is the price that would have been received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

Purchases and sales of securities in the Master Trust are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Gains and losses on investments bought and sold as well as held during the year are included in interest in net investment gain of Master Trust on the Statement of Changes in Net Assets Available for Benefits.

Administrative Expenses

Direct administrative expenses are paid by the Master Trust and generally allocated to the Plan proportionally based on the Plan's interest in the Master Trust's net assets or directly if specifically related to the Plan. Other indirect administrative expenses are paid by the Corporation. Certain indirect administrative expenses are paid by the Corporation and are excluded from these financial statements. Expenses paid by the Plan are shown on the Statement of Changes in Net Assets Available for Benefits.

Recent Accounting Pronouncements

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

In May 2015, the Financial Accounting Standards Board (FASB) issued new guidance that eliminates the current requirement to categorize within the fair value hierarchy investments with fair values measured at net asset value (NAV) using the practical expedient in Accounting Standards Codification (ASC) 820 "Fair Value Measurement". The new guidance will require entities to disclose the fair values of such investments as a reconciling item between the balance sheet amounts and the amounts reported in the fair value hierarchy table. Entities will be required to continue to disclose information describing the nature and risks of the investments measured using the NAV practical expedient. The new disclosures are required for the Plan beginning on January 1, 2017. Early adoption is permitted. The new guidance only impacts footnote disclosures and will not impact the financial statements.

Subsequent Events

The Plan has evaluated subsequent events through October 7, 2015, the date the financial statements were available to be issued. No material subsequent events have occurred since December 31, 2014 that required recognition or disclosure in these financial statements.

3. Actuarial Present Value of Accumulated Plan Benefits

The actuarial present value of accumulated plan benefits is the amount that results from applying actuarial assumptions to the accumulated plan benefits earned by the participants to reflect the time value of money and the probability of payment between the valuation date and the expected date of payment.

The actuarial present value of accumulated plan benefits is as follows (in thousands):

	December 31, 2014	2013
Vested benefits:		
Participants currently receiving payments	\$ 115,067	\$ 91,810
Participants not currently receiving payments	97,573	89,646
Total vested benefits	212,640	181,456
Nonvested benefits	351	431
Total actuarial present value of accumulated plan benefits	<u>\$ 212,991</u>	<u>\$ 181,887</u>

The significant actuarial assumptions used in the valuations were (a) life expectancy of participants (RP-2014 Total Dataset with Scale MP-2014 for 2014 and Prescribed Internal Revenue Service (IRS) Static Mortality Table – Separate for 2013), (b) turnover based upon the termination experience of the Plan, (c) assumed retirement age probabilities based on the experience of the Plan resulting in an average retirement age of 62, and (d) an annual discount rate of 4.00% and 4.75% for 2014 and 2013, respectively. The discount rate assumption used to calculate the actuarial present value of accumulated plan benefits is adjusted annually to reflect current yields on long-term high-quality corporate bonds. This can result in significant year to year fluctuations in the valuations.

Changes in the actuarial present value of accumulated plan benefits are as follows (in thousands):

	Year Ended December 31, 2014
Actuarial present value of accumulated plan benefits at beginning of year	\$ 181,887
Increase (decrease) during the year attributable to:	
Increase for interest due to the decrease in the discount period	8,417
Benefits paid	(9,370)
Benefits accumulated	1,170
Changes in actuarial assumptions	30,887

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

Net increase	31,104
Actuarial present value of accumulated plan benefits at end of year	\$ 212,991

The changes in actuarial assumptions reflect the decrease in the discount rate and change in mortality and retirement assumptions, which resulted in an increase to the actuarial present value of accumulated plan benefits of \$17,760,000 and \$13,127,000, respectively.

The actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

4. Master Trust

General

The Plan's investments are held by the Master Trust, which was established for the investment of the Plan's assets and the assets of several other defined benefit plans sponsored by the Corporation. The assets, realized and unrealized gains and losses, and investment income of the Master Trust are allocated among the participating plans included therein proportionally based on each plan's interest in the Master Trust's net assets. The Plan's interest in the Master Trust's net assets as of December 31, 2014 and 2013 was approximately 0.53% and 0.54%, respectively.

The Master Trust owes direct reimbursements to the Corporation for certain expenses incurred by the Corporation and its subsidiaries in providing services to the Plan.

Other than the financial information in the following table, the reported total fair value by asset class as disclosed in the fair value of assets tables including investments held as of December 31, 2014 and 2013, and net appreciation (depreciation) in fair value of investments, interest income, and dividend income for the year ended December 31, 2014, was obtained or derived from information certified as complete and accurate by The Northern Trust Company, the Trustee of the Master Trust. The following financial information was not certified by the Trustee, as the net assets are not held in custody by the Trustee (in thousands):

	December 31,	
	2014	2013
Assets		
Cash and cash equivalents	\$ 1,618,766	\$ 1,295,517
Equity:		
U.S. equity securities	660,513	405,785
International equity securities	168,512	150,774
Commingled equity funds	100,840	89,296
Fixed income:		
Corporate debt securities	741,184	662,133
U.S. Government securities	61,011	64,236
Other fixed income securities	396,938	169,655
Alternative investments:		
Hedge funds	66,469	46,087
Commodities	1,074	(10)
Total assets	3,815,307	2,883,473

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

	December 31,	2013
	2014	
Liabilities		
Payables, net	175,045	123,642
Total net assets	\$ 3,640,262	\$ 2,759,831

	Year Ended December 31, 2014
Investment income not certified by the custodian	
Interest and dividend income	\$ 103,955
Net appreciation in fair value of investments	241,185

Fair Value of Assets

The accounting standard for fair value measurements defines fair value, establishes a market-based framework or hierarchy for measuring fair value, and requires disclosures regarding fair value measurements. The standard is applicable whenever assets and liabilities are measured and included in the financial statements at fair value.

The fair value hierarchy established in the standard prioritizes the inputs used in valuation techniques into three levels as follows:

- Level 1 – Quoted prices in active markets for identical assets and liabilities;
- Level 2 – Observable inputs, other than Level 1 prices, such as quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in inactive markets, and amounts derived from valuation models where all significant inputs are observable in active markets; and
- Level 3 – Unobservable inputs where valuation models are supported by little or no market activity that one or more significant inputs are unobservable and require us to develop relevant assumptions.

The following table presents the fair value of the assets in the Master Trust by asset category and their level within the fair value hierarchy as of December 31, 2014 and their appreciation (depreciation) for the year ended December 31, 2014 (in thousands):

	Level 1	Level 2	Level 3	Total	Appreciation (Depreciation)
Cash and cash equivalents.....	\$ 2,548,614	\$ —	\$ —	\$ 2,548,614	\$ 18,163
Equity:					
U.S. equity securities.....	6,200,339	67,425	164	6,267,928	512,548
International equity securities	5,370,359	30,665	10,261	5,411,285	(311,582)
Commingled equity funds	1,947,257	4,044,645	—	5,991,902	246,119
Fixed income:					
Corporate debt securities	—	4,111,804	45,684	4,157,488	230,500
U.S. Government securities.....	—	4,575,221	—	4,575,221	585,046
U.S. Government-sponsored enterprise	—	617,920	—	617,920	32,570

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

	Level 1	Level 2	Level 3	Total	Appreciation (Depreciation)
securities.....					
Other fixed income securities.....	39,585	1,574,254	8,371	1,622,210	34,730
Alternative investments:					
Private equity funds.....	—	—	2,971,147	2,971,147	199,089
Real estate funds	—	33,929	725,820	759,749	66,927
Hedge funds	—	66,469	499,155	565,624	127,847
Commodities	1,726	359	—	2,085	(238,548)
Total Investment Assets at Fair Value	\$ 16,107,880	\$ 15,122,691	\$ 4,260,602	\$ 35,491,173	\$ 1,503,409
Receivables, net				36,782	
Total net assets				\$ 35,527,955	

Interest and dividend income earned by the Master Trust for the year ended December 31, 2014 was \$264,519,000 and \$163,583,000, respectively. Other income for the year ended December 31, 2014 was \$311,664,000.

The following table presents the fair value of the assets in the Master Trust by asset category and their level within the fair value hierarchy as of December 31, 2013 (in thousands):

	Level 1	Level 2	Level 3	Total
Cash and cash equivalents.....	\$ 1,769,454	\$ —	\$ —	\$ 1,769,454
Equity:				
U.S. equity securities	5,105,727	97,141	110	5,202,978
International equity securities.....	4,816,834	12,399	6,851	4,836,084
Commingled equity funds	1,146,088	4,831,162	—	5,977,250
Fixed income:				
Corporate debt securities	—	2,941,901	51,239	2,993,140
U.S. Government securities	—	6,161,749	—	6,161,749
U.S. Government-sponsored enterprise securities	—	1,495,025	87	1,495,112
Other fixed income securities	—	1,303,514	91,190	1,394,704
Alternative investments:				
Private equity funds	—	—	2,629,382	2,629,382
Real estate funds	—	29,945	573,061	603,006
Hedge funds.....	—	46,087	518,569	564,656
Commodities.....	156,787	—	—	156,787
Total Investment Assets at Fair Value.....	\$ 12,994,890	\$ 16,918,923	\$ 3,870,489	\$ 33,784,302
Receivables, net.....				31,478
Total net assets.....				\$ 33,815,780

The following table presents the changes in the fair value of Master Trust's Level 3 assets for the year ended December 31, 2014 (in thousands):

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

	<u>Balance, beginning of year</u>	<u>Realized gains</u>	<u>Unrealized gains/ (losses)</u>	<u>Purchases</u>	<u>Sales</u>	<u>Settlements</u>	<u>Transfers into Level 3</u>	<u>Transfers out of Level 3</u>	<u>Balance, end of year</u>
Equity:									
U.S. equity securities.....	\$ 110	\$ —	\$ (1,603)	\$ 167	\$ (2)	\$ 1,492	\$ —	\$ —	\$ 164
International equity securities.....	6,851	841	7,476	586	(4,961)	(76)	260	(716)	10,261
Fixed income:									
Corporate debt securities.....	51,239	1,271	(7,582)	51,466	(40,114)	(11,085)	1,303	(814)	45,684
U.S. Government-sponsored enterprise securities.....	87	(14)	15	—	(46)	97	—	(139)	—
Other fixed income securities.....	91,190	(594)	(284)	2,893	(10,359)	(74,051)	—	(424)	8,371
Alternative investments:									
Private equity funds.....	2,629,382	181,508	13,084	676,984	(333,385)	(196,426)	—	—	2,971,147
Real estate funds.....	573,061	43,010	21,865	270,890	(139,483)	(43,523)	—	—	725,820
Hedge funds...	518,569	35,223	(22,564)	190,707	(282,840)	60,060	—	—	499,155
Total	<u>\$ 3,870,489</u>	<u>\$ 261,245</u>	<u>\$ 10,407</u>	<u>\$1,193,693</u>	<u>\$ (811,190)</u>	<u>\$ (263,512)</u>	<u>\$ 1,563</u>	<u>\$ (2,093)</u>	<u>\$4,260,602</u>

International equity and corporate debt securities, in the amounts of \$260,000 and \$1,303,000 respectively, were reclassified as Level 3 securities in 2014. International equity, corporate debt securities, other fixed income and U.S. government sponsored entities in the amounts of \$716,000, \$814,000, \$424,000 and \$139,000 respectively, were reclassified from Level 3 to Level 2. These reclassifications resulted from changes in the inputs used to determine fair value. The Master Trust recognizes transfers between levels of the fair value hierarchy as of the date of the change in circumstances that causes the transfer.

Valuation Techniques

Cash equivalents are mostly comprised of short-term money-market instruments and are valued at cost, which approximates fair value.

U.S. equity securities and international equity securities categorized as Level 1 are traded on active national and international exchanges and are valued at their closing prices on the last trading day of the year. For U.S. equity securities and international equity securities not traded on an active exchange, or if the closing price is not available, the Trustee obtains indicative quotes from a pricing vendor, broker, or investment manager. These securities are categorized as Level 2 if the custodian obtains corroborated quotes from a pricing vendor or categorized as Level 3 if the custodian obtains uncorroborated quotes from a broker or investment manager.

Commingled equity funds are investment vehicles valued using the Net Asset Value (NAV) provided by the fund managers. The NAV is the total value of the fund divided by the number of shares

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

outstanding. Commingled equity funds are categorized as Level 1 if traded at their NAV on a nationally recognized securities exchange or categorized as Level 2 if the NAV is corroborated by observable market data (e.g., purchases or sales activity). Funds may be redeemed daily, monthly, or annually, depending upon notification requirements, liquidity, and other matters. Certain funds may require notification of management's intent to redeem at least one to 90 days in advance of exercising management's redemption right.

Corporate debt securities, U.S. Government securities, U.S. Government-sponsored enterprise securities, real estate funds, and other fixed income securities categorized as Level 2 are valued by the Trustee using pricing models that use verifiable observable market data (e.g., interest rates and yield curves observable at commonly quoted intervals and credit spreads), bids provided by brokers or dealers, or quoted prices of securities with similar characteristics. Corporate debt securities, U.S. Government-sponsored enterprise securities, and other fixed income securities are categorized at Level 3 when valuations using observable inputs are unavailable. The Trustee obtains pricing based on indicative quotes or bid evaluations from vendors, brokers or the investment manager.

Private equity funds, real estate funds, and hedge funds are valued using the NAV based on the valuation models of underlying securities which generally include significant unobservable inputs that cannot be corroborated using verifiable observable market data. Valuations for private equity funds and real estate funds are determined by the general partners. Depending on the nature of the assets, the general partners may use various valuation methodologies, including the income and market approaches in their models. The market approach consists of analyzing market transactions for comparable assets while the income approach uses earnings or the net present value of estimated future cash flows adjusted for liquidity and other risk factors. Hedge funds are valued by independent administrators using various pricing sources and models based on the nature of the securities. Private equity funds, real estate funds, and hedge funds are generally categorized as Level 3 as the Corporation cannot fully redeem the investment in the near-term.

Private equity funds consist of investments held primarily by limited partnerships in various strategies, including venture capital, corporate finance, opportunistic, and distressed. The term of each private equity fund is generally 10 years, and the fund's investors do not have the right to redeem their investment at its NAV. Instead, the investors receive distributions as the underlying assets of the fund are liquidated. Unfunded capital commitments related to the Master Trust's investment in private equity funds as of December 31, 2014 and 2013 totaled \$2,540,563,000 and \$2,178,127,000, respectively. Real estate funds consist of investments in U.S. and international commercial real estate held primarily by limited partnerships. The term of each real estate fund is generally 10 years, and the fund's investors do not have the right to redeem their investment at its NAV. Instead, the investors receive distributions as the underlying assets of the fund are liquidated. Hedge fund investments are made through fund-of-funds vehicles which invest in a diversified array of hedge funds across a multitude of strategies. Depending on the hedge fund, redemptions can be monthly or annually. The redemption notice period, depending on the hedge fund, is 45 to 180 days in advance.

Commodities categorized as Level 1 are traded on an active commodity exchange and are valued at their closing prices on the last trading day of the year. Commodities categorized as Level 2 represent over the counter derivative instruments using observable inputs other than quoted prices in active markets.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

In estimating the fair value of the investments in Level 3, management may use third-party pricing sources or appraisers. In substantiating the reasonableness of the pricing data provided by third parties, management evaluates a variety of factors including review of methods and assumptions used by external sources, recently executed transactions, existing contracts, economic conditions, industry and market developments, and overall credit ratings.

Derivative Instruments

Derivative instruments are used in the Master Trust to achieve certain portfolio objectives and to adjust asset allocation in order to manage market risk. Derivative instruments allow internal and external investment managers to achieve these goals efficiently while maintaining appropriate liquidity.

At December 31, 2014 and 2013, the Master Trust utilized four types of derivative instruments:

Futures Contracts – The purchase of futures contracts allows the Master Trust to achieve desired portfolio positions in various commodities without the need to physically own and store them. Futures are used to manage the overall risk to equity and fixed income markets. Foreign exchange futures are used to separate the management of currency exposure from foreign equity exposure. Futures contracts are exchange-traded with initial margin required from both parties and daily settlement of gains and losses; therefore credit and counterparty risks are minimal, and futures contracts have no net market value.

Forward Contracts – Forward contracts are similar to futures contracts except that they are traded over-the-counter rather than over a standardized exchange. Foreign exchange forwards are used by investment managers as another means of separating currency risk from investment risk. These contracts allow a manager to lock into a rate at which to exchange an upcoming settlement in a foreign currency into U.S. dollars. Commodity forward contracts are used by investment managers to achieve desired portfolio positions in various commodities. While forward contracts are traded over-the-counter, they are generally very short-term which minimizes counterparty risk.

Options, including Options on Futures – These contracts allow the holder to buy or sell a security or a futures contract at a specified price prior to an expiration date. Options are primarily used to protect against downside risk in an equity, commodity or currency position held by the Master Trust.

Swaps – Swaps are over-the-counter agreements between counterparties to exchange the return stream of one security for another. Swaps are utilized either to provide exposure to a security for which there is no available futures contract, or to achieve an exposure over a specific time horizon.

A long derivative position increases (decreases) in value when the price of the underlying asset (e.g., currency, equity index) increases (decreases). A short derivative position increases (decreases) when the price of the underlying asset decreases (increases).

The notional amounts and fair values of derivative instruments as of December 31, 2014 and 2013 are presented below (in thousands):

	<u>December 31, 2014</u>		<u>December 31, 2013</u>	
	<u>Notional Amount</u>	<u>Amount included in Fair Value of Assets</u>	<u>Notional Amount</u>	<u>Amount included in Fair Value of Assets</u>
Equity Securities				
Futures Contracts (Long)	\$ 567,289	\$ —	\$ 449,388	\$ —
Futures Contracts (Short)	(111,729)	—	(45,022)	—
Equity Options (Long)	811,957	11,508	493,595	9,210
Equity Options (Short)	(664,790)	(7,027)	(361,208)	(3,200)

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

	<u>December 31, 2014</u>		<u>December 31, 2013</u>	
	<u>Notional Amount</u>	<u>Amount included in Fair Value of Assets</u>	<u>Notional Amount</u>	<u>Amount included in Fair Value of Assets</u>
Forward Contracts	—	(17)	—	—
Swaps	3,757,626	16,579	803,797	5,419
Fixed Income Securities				
Futures Contracts (Long)	1,352,002	—	1,237,223	—
Futures Contracts (Short)	(1,213,994)	—	(2,766,283)	—
Fixed Income Options (Long)	1,273,758	9,597	355,589	3,442
Fixed Income Options (Short)	(1,760,358)	(14,451)	(568,238)	(7,051)
Swaps	814,083	20,629	2,481,183	3,446
Commodities				
Futures Contracts (Long)	1,703,583	—	2,324,722	—
Futures Contracts (Short)	(72,576)	—	(274,624)	—
Commodity Options (Long)	254,445	1,842	237,448	3,348
Commodity Options (Short)	(92,392)	(461)	(178,997)	(1,069)
Forward Contracts	8,194	(167)	(5,409)	(2,443)
Swaps	10,501	(148)	10,564	(629)
Foreign Exchange				
Futures Contracts (Long)	157,253	—	132,355	—
Futures Contracts (Short)	(188,991)	—	(107,378)	—
FX Options (Long)	(109,138)	4,170	411,042	1,802
FX Options (Short)	(2,258,129)	(3,860)	(431,546)	(933)
Forward Contracts	485,715	6,207	447,351	(556)
Swaps	(519,853)	2	—	(63)
Total	<u>\$ 4,204,456</u>	<u>\$ 44,403</u>	<u>\$ 4,645,552</u>	<u>\$ 10,723</u>

Offsetting and Netting of Assets and Liabilities

The Master Trust is subject to master netting agreements with certain counterparties. These agreements govern the terms of certain transactions and reduce the counterparty risk associated with the relevant transactions by permitting the Master Trust to net certain amounts due from the Plan to a counterparty against amounts due to the Plan from the same counterparty under certain conditions. As of December 31, 2014, information related to the potential effect of the Master Trust's master netting agreements was as follows (in thousands):

<u>Derivative Assets</u>	<u>Gross Recognized Assets</u>	<u>Gross Amounts Offset</u>	<u>Net Amounts Presented</u>	<u>Net Collateral Received</u>	<u>Net Exposure</u>
Exchange Cleared Interest Rate / Credit	\$ 16,260	\$ 11,960	\$ 4,300	\$ —	\$ 4,300
Exchange Traded Commodities	1,948	116	1,832	3	1,829
Exchange Traded Equities	11,361	4,118	7,243	941	6,302
Exchange Traded Foreign Exchange	136	—	136	—	136
Exchange Traded Interest Rate / Credit	1,356	1,017	339	64	275
OTC Commodities	112	2	110	42	68
OTC Equities	34,597	14,598	19,999	4,765	15,234
OTC Foreign Exchange	70,033	26,319	43,714	2,936	40,778
OTC Interest Rate / Credit	54,880	23,955	30,925	2,989	27,936

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

Total Derivatives	\$ 190,683	\$ 82,085	\$ 108,598	\$ 11,740	\$ 96,858
Repurchase Agreements	161,555	19,505	142,050	35,475	106,575
Securities on Loan	579,057	—	579,057	579,057	—

<u>Derivative Liabilities</u>	<u>Gross Recognized Liabilities</u>	<u>Gross Amounts Offset</u>	<u>Net Amounts Presented</u>	<u>Net Collateral Pledged</u>	<u>Net Exposure</u>
Exchange Cleared Interest Rate / Credit	\$ 21,302	\$ 11,960	\$ 9,342	\$ 2,619	\$ 6,723
Exchange Traded Commodities	562	116	446	—	446
Exchange Traded Equities	7,023	4,118	2,905	—	2,905
Exchange Traded Foreign Exchange	—	—	—	—	—
Exchange Traded Interest Rate / Credit	1,048	1,017	31	—	31
OTC Commodities	427	2	425	61	364
OTC Equities	33,028	14,598	18,430	28	18,402
OTC Foreign Exchange	31,469	26,319	5,150	2,390	2,760
OTC Interest Rate / Credit	51,422	23,955	27,467	11,599	15,868
Total Derivatives	\$ 146,281	\$ 82,085	\$ 64,196	\$ 16,697	\$ 47,499
Repurchase Agreements	28,167	19,505	8,662	—	8,622
Securities on Loan	—	—	—	—	—

As of December 31, 2013, information related to the potential effect of the Master Trust's master netting agreements was as follows (in thousands):

<u>Derivative Assets</u>	<u>Gross Recognized Assets</u>	<u>Gross Amounts Offset</u>	<u>Net Amounts Presented</u>	<u>Net Collateral Received</u>	<u>Net Exposure</u>
Exchange Cleared Interest Rate / Credit	\$ 1,995	\$ 1,995	\$ —	\$ —	\$ —
Exchange Traded Commodities	2,717	819	1,898	—	1,898
Exchange Traded Equities	3,265	478	2,787	—	2,787
Exchange Traded Foreign Exchange	1	—	1	—	1
Exchange Traded Interest Rate / Credit	—	—	—	—	—
OTC Commodities	766	375	391	—	391
OTC Equities	23,667	7,785	15,882	1,750	14,132
OTC Foreign Exchange	7,152	3,728	3,424	1,165	2,259
OTC Interest Rate / Credit	28,754	18,292	10,462	1,672	8,790
Total Derivatives	\$ 68,317	\$ 33,472	\$ 34,845	\$ 4,587	\$ 30,258
Repurchase Agreements	790,887	50,096	740,791	677,317	63,474
Securities on Loan	191,299	—	191,299	191,299	—

<u>Derivative Liabilities</u>	<u>Gross Recognized Liabilities</u>	<u>Gross Amounts Offset</u>	<u>Net Amounts Presented</u>	<u>Net Collateral Pledged</u>	<u>Net Exposure</u>
Exchange Cleared Interest Rate / Credit	\$ 3,065	\$ 1,995	\$ 1,070	\$ 347	\$ 723
Exchange Traded Commodities	819	819	—	—	—
Exchange Traded Equities	478	478	—	—	—
Exchange Traded Foreign Exchange	—	—	—	—	—
Exchange Traded Interest Rate / Credit	38	—	38	—	38

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

OTC Commodities	3,457	375	3,082	2,550	532
OTC Equities	15,025	7,785	7,240	—	7,240
OTC Foreign Exchange	6,902	3,728	3,174	—	3,174
OTC Interest Rate / Credit	27,810	18,292	9,518	1,917	7,601
Total Derivatives	\$ 57,594	\$ 33,472	\$ 24,122	\$ 4,814	\$ 19,308
Repurchase Agreements	87,718	50,096	37,622	—	37,622
Securities on Loan	—	—	—	—	—

Collateralized Transactions

The Master Trust enters into reverse repurchase agreements as well as securities lending and borrowing agreements to generate additional income and earnings. Reverse repurchase agreements are transactions in which the Master Trust lends cash to borrow financial instruments from another firm and simultaneously enters into an agreement to resell the same financial instruments at a higher price in the future. Securities lending agreements are transactions in which the Master Trust lends securities to another firm, in exchange for collateral which is returned upon the conclusion of the loan, with interest received by the Master Trust over the life of the transaction. The collateral requires 102% of the fair value of U.S. securities borrowed and 105% for non-U.S. securities borrowed. The collateral is marked to market on a daily basis. In the event the counterparty is unable to meet its contractual obligation under the securities lending arrangement, the Master Trust may incur losses equal to the amount by which the market value of the securities differ from the amount of collateral held. The Master Trust mitigates credit risk associated with securities lending arrangements by monitoring the fair value of the securities loaned on a daily basis, with additional collateral obtained or refunded as necessary. Securities borrowing agreements are transactions in which the Master Trust borrows securities from another firm, typically in connection with a short sale, in exchange for collateral which is returned upon the conclusion of the transaction.

At December 31, 2014 and 2013, the fair value of securities on loan was \$579,000,000 and \$191,000,000, the fair value of securities borrowed was \$1,366,000,000 and \$977,000,000, and the fair value for reverse repurchase agreements was \$420,000,000 and \$707,000,000. The Master Trust is not permitted to sell or repledge collateral received.

Securities lending and borrowing and reverse repurchase agreement income earned by the Master Trust is recorded on the accrual basis and was approximately \$6,000,000 and \$0 for the year ended December 31, 2014.

5. Parties-in-Interest Transactions

The Master Trust invests in funds managed by The Northern Trust Company, the Trustee. Investments in these funds qualify as party-in-interest transactions for which a statutory exemption from the prohibited transaction regulation exists.

6. Income Tax Status

The IRS has determined and informed the Corporation by letter dated April 3, 2014, that the Plan is designed in accordance with applicable sections of the Internal Revenue Code (IRC) and, therefore, the related trust is exempt from taxation. The Plan has been amended since issuance of the determination letter. However, the Plan Administrator and the Corporation's counsel believe that the current design and operations of the Plan are in compliance with the applicable provisions of the IRC and, therefore, believe the Plan, as amended, is qualified and the related trust is tax exempt.

GAAP requires plan management to evaluate tax positions taken by the Plan to determine whether the Plan has taken any uncertain positions that more likely than not would not be sustained upon examination by the

**Lockheed Martin Tactical Defense Systems
Retirement Plan II for Bargaining Unit Employees
Notes to Financial Statements (continued)**

IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or asset or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions, but no tax audits are in progress. The Plan Administrator believes the Plan is no longer subject to income tax examinations for years prior to 2011.

7. Reconciliation of Financial Statements to Form 5500

Interest in net investment gain of Master Trust reported in the financial statements is \$1,057,000 greater than the amount reported on Form 5500 for the year ended December 31, 2014. Administrative expenses reported in the financial statements are \$1,057,000 greater than the amount reported on Form 5500 for the year ended December 31, 2014. These differences arose from the classification of certain administrative expenses which are included in the net investment gain in the Master Trust for Form 5500 reporting purposes.

SB Actuary Signature

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2014 This Form is Open to Public Inspection
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

► **Round off amounts to nearest dollar.**
 ► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan	B Three-digit plan number (PN) ►	043
<u>LM Tactical Defense Systems Ret Plan II for Barg Unit Ees</u>		
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF	D Employer Identification Number (EIN)	
<u>Lockheed Martin Corporation</u>	<u>52-1893632</u>	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2014</u>			
2 Assets:			
a Market value	2a	182,867,821	
b Actuarial value	2b	183,722,765	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment.....	702	91,628,266	91,628,266
b For terminated vested participants.....	443	38,738,472	38,738,472
c For active participants.....	78	24,122,401	24,271,372
d Total.....	1,223	154,489,139	154,638,110
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.41 %	
6 Target normal cost	6	1,229,229	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan

SIGN HERE	 Signature of actuary	<u>09/17/2015</u> Date
	<u>Thomas S. Stauffer</u> Type or print name of actuary	<u>14-06384</u> Most recent enrollment number
	<u>Aon Consulting, Inc.</u> Firm name	<u>(410) 547-2800</u> Telephone number (including area code)
	<u>500 EAST PRATT ST.</u> <u>BALTIMORE MD 21202</u> Address of the firm	

SB Actuary Signature

Schedule SB (Form 5500) 2014

Page 2 -

Part II Beginning of Year Carryover and Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	2,380,914	31,810,387
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	2,380,914	966,303
9	Amount remaining (line 7 minus line 8)	0	30,844,084
10	Interest on line 9 using prior year's actual return of <u>6.22%</u>	0	1918502
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		3894483
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.6%</u>		36120
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		208,197
	c Total available at beginning of current plan year to add to prefunding balance		4138800
	d Portion of (c) to be added to prefunding balance		4138800
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d - line 12)	0	36901386

Part III Funding Percentages			
14	Funding target attainment percentage	14	94.94 %
15	Adjusted funding target attainment percentage	15	118.80 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	96.85 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls	
18 Contributions made to the plan for the plan year by employer(s) and employees:	
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)
(c) Amount paid by employees	(a) Date (MM-DD-YYYY)
(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ►	
	18(b)
	18(c)

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

SB Actuary Signature

Schedule SB (Form 5500) 2014

Page 3

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 4.99 %	2nd segment: 6.32 %	3rd segment: 6.99 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 62
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.....	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years.....	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29).....	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	1,229,229	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:			
a Net shortfall amortization installment	Outstanding Balance	Installment	
	7,816,731	2,469,629	
b Waiver amortization installment.....	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount.....	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	3,698,858	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	3,698,858	3,698,858
36 Additional cash requirement (line 34 minus line 35).....	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years.....	43		

SB Actuary Signature

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at beginning of year.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
55	10.00%	1.0000	5.50
56	5.00%	0.9000	2.52
57	5.00%	0.8550	2.44
58	5.00%	0.8123	2.36
59	10.00%	0.7716	4.55
60	10.00%	0.6945	4.17
61	15.00%	0.6250	5.72
62	20.00%	0.5313	6.59
63	15.00%	0.4250	4.02
64	15.00%	0.3613	3.47
65	20.00%	0.3071	3.99
66	15.00%	0.2457	2.43
67	20.00%	0.2088	2.80
68	15.00%	0.1670	1.70
69	15.00%	0.1420	1.47
70	100.00%	0.1207	8.45
Weighted Average			62.18

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2013), each adjusted as needed to fall within the 25-year average interest rate corridor under HATFA
1st Segment Rate	4.99%
2nd Segment Rate	6.32%
3rd Segment Rate	6.99%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2013), without regard to interest rate stabilization
1st Segment Rate	1.37%
2nd Segment Rate	4.05%
3rd Segment Rate	5.06%
Salary Increases	
Minimum Funding Target Normal Cost	4.50%
Maximum Tax Expected Benefit Increase	4.50%
Social Security Wage Base Increases	Future wage indices are based on a national wage increase of 3.00% per year.
Retirement Age	
Active Participants	See Table 1.
Terminated Vested Participants	Age 65 for Eagan. Age 62 for Mitchel Field.
Mortality Rates	
Healthy and Disabled	2014 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Withdrawal Rates	2003 SOA select and ultimate table. See Table 2.
Disability Rates	See Table 3.
Decrement Timing	Beginning of year decrements, with 100% retirement occurring at beginning of year.
Surviving Spouse Benefit	It is assumed that 80% of males and 50% of females have an eligible spouse, and that males are three years older than their spouses.
Valuation Compensation	2013 Pensionable earnings rolled forward one year with the salary increase assumption.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Benefit and Compensation Limits

Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of \$210,000 and the IRC section 401(a)(17) compensation limit of \$260,000.

Valuation of Plan Assets

Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.

A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2012 Plan Year

8.00%, limited to 7.52%

2013 Plan Year

8.00%, limited to 7.16%

Trust Expenses Included in
Target Normal Cost

\$274,012

Actuarial Method

Standard unit credit cost method

Valuation Date

January 1, 2014

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Table 1

Retirement Rates

<u>Age</u>	<u>Rate</u>
55	10.00%
56	5.00%
57	5.00%
58	5.00%
59	10.00%
60	10.00%
61	15.00%
62	20.00%
63	15.00%
64	15.00%
65	20.00%
66	15.00%
67	20.00%
68	15.00%
69	15.00%
70+	100.00%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Lockheed Martin Tactical Defense Systems Retirement Plan II for
 Bargaining Employees
 EIN: 52-1893632 PN: 043

Table 2—Page 1 of 2

Withdrawal Rates

Age	Years of Service			
	0-1	2-4	5-9	10+
18	39.64%	0.00%	0.00%	0.00%
19	20.23%	0.00%	0.00%	0.00%
20	17.99%	14.19%	0.00%	0.00%
21	22.38%	18.19%	0.00%	0.00%
22	24.07%	19.60%	15.00%	0.00%
23	23.85%	19.58%	15.09%	0.00%
24	22.70%	18.32%	14.25%	0.00%
25	21.74%	17.14%	12.96%	0.00%
26	20.95%	16.27%	11.29%	0.00%
27	20.41%	15.29%	9.97%	0.00%
28	19.42%	14.52%	9.15%	8.75%
29	18.73%	13.93%	8.69%	5.21%
30	18.61%	13.58%	8.39%	4.84%
31	18.83%	13.09%	8.02%	5.39%
32	18.32%	12.60%	7.76%	5.47%
33	17.39%	11.97%	7.56%	5.30%
34	16.94%	11.33%	7.37%	5.15%
35	16.78%	11.02%	7.15%	5.02%
36	16.69%	10.98%	6.85%	4.87%
37	16.29%	10.99%	6.68%	4.68%
38	16.00%	10.77%	6.44%	4.43%
39	15.36%	10.59%	6.27%	4.32%
40	15.91%	10.35%	6.01%	4.15%
41	15.94%	10.01%	5.89%	3.93%
42	16.05%	9.72%	5.84%	3.86%
43	15.98%	9.71%	5.75%	3.81%
44	15.88%	9.62%	5.77%	3.79%
45	15.48%	9.47%	5.82%	3.73%
46	15.61%	9.54%	5.81%	3.64%
47	15.30%	9.47%	5.61%	3.66%
48	15.15%	9.37%	5.52%	3.70%
49	15.53%	9.02%	5.60%	3.65%

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Table 2—Page 2 of 2

Withdrawal Rates

Age	Years of Service			
	0-1	2-4	5-9	10+
50	15.60%	8.90%	5.32%	3.49%
51	15.35%	9.32%	5.13%	3.38%
52	14.35%	9.52%	4.99%	3.35%
53	14.34%	9.24%	4.70%	3.22%
54	14.17%	8.80%	4.12%	2.37%
55	13.52%	7.82%	2.59%	0.88%
56	12.84%	7.49%	1.84%	0.23%
57	12.66%	7.67%	1.54%	0.11%
58	12.74%	7.68%	1.58%	0.22%
59	13.50%	7.94%	1.92%	0.31%
60	13.63%	7.84%	2.12%	0.20%
61+	0.00%	0.00%	0.00%	0.00%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Lockheed Martin Tactical Defense Systems Retirement Plan II for
 Bargaining Employees
 EIN: 52-1893632 PN: 043

Table 3

Disability Rates

Age	Rate	Age	Rate
18	0.03%	45	0.10%
19	0.03%	46	0.11%
		47	0.12%
20	0.03%	48	0.14%
21	0.03%	49	0.16%
22	0.03%		
23	0.03%	50	0.18%
24	0.03%	51	0.20%
		52	0.23%
25	0.03%	53	0.26%
26	0.04%	54	0.30%
27	0.04%		
28	0.04%	55	0.36%
29	0.04%	56	0.42%
		57	0.50%
30	0.04%	58	0.59%
31	0.04%	59	0.69%
32	0.04%		
33	0.05%	60	0.90%
34	0.05%	61	1.16%
		62	1.46%
35	0.05%	63	1.81%
36	0.05%	64	2.22%
37	0.05%		
38	0.06%	65	1.00%
39	0.06%	66+	0.00%
40	0.07%		
41	0.07%		
42	0.08%		
43	0.08%		
44	0.09%		

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Discussion of Actuarial Assumptions and Methods

For the funding valuation, the allowable interest rates and mortality tables available to measure plan liabilities are prescribed by IRC section 412. Aon Hewitt provided guidance with respect to the alternative interest rate and mortality table options, and it is our belief that the options prescribed by Lockheed Martin Corporation are appropriate for funding purposes. It is our belief that all other actuarial assumptions used for the funding valuation represent reasonable expectations of anticipated plan experience. The actuarial cost and amortization methods used are prescribed by IRC section 412. While the method used to value assets is prescribed by Lockheed Martin Corporation, Aon Hewitt provided guidance with respect to the use of this method, and it is our belief that the method is appropriate for funding purposes.

Calculation of Normal Costs and Liabilities

The method used to calculate the ERISA target normal cost and funding target is the unit credit cost method. The funding target under IRC section 430 is calculated as the present value of all benefits that have been accrued or earned under the plan as of the first day of the plan year, based on current service and current pay. The target normal cost is the present value of all benefits expected to accrue or be earned under the plan during the plan year, including any increase in benefits earned in prior plan years attributable to compensation increases in the current plan year, plus certain trust expenses.

Under this method, benefits are estimated at each decrement age using service and earnings as of the valuation date. The present value of these estimated benefits using the applicable ERISA assumptions is the ERISA funding target. The target normal cost is the present value of the benefits earned during the year.

For calculating the actuarial present value of vested benefits, benefits at each decrement age are determined in the same manner, but are then multiplied by each participant's vesting percentage as of the valuation date. The present value of these estimated vested benefits is determined without recognition of any benefit for which a participant will become entitled only through the advancement in service or age while actively employed. In addition, certain ancillary benefits have been treated as vested consistent with PBGC premium regulations.

The ERISA funding target for lump sum benefits is determined by valuing the annuity that corresponds to the distribution using special actuarial assumptions, as described under Treasury regulations section 1.430(d). Under these special assumptions, for the period beginning with the annuity starting date, the current IRC section 417(e) applicable mortality table is substituted for the mortality table otherwise used.

SB Actuary Signature

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, Part V—Summary of Plan Provisions

Effective Date of Plan	December 31, 1999
Most Recent Collective Bargaining Agreements	April 2012 for Mitchel Field June 2009 for Eagan
Eligibility	
Mitchel Field	All employees hired before January 1, 2009 are eligible on their date of employment. Employees hired or rehired on or after January 1, 2009 will not be eligible for the plan.
Eagan	Earlier of two years of vesting service or attainment of age 21 and one year of vesting service. Employees hired or rehired on or after January 1, 2010 will not be eligible for the plan.
Compensation	Total compensation including section 125, 401(k) and 132 amounts and severance. Compensation is limited to the annual compensation limit under IRC section 401(a)(17). Only applicable for Mitchel Field participants.
Normal Retirement	
Eligibility Requirement	Age 65.
Benefit	
Mitchel Field	The accrued benefit under the prior plan plus 2.00% of compensation earned on or after May 5, 1995. For Local 444, minimum of \$13.00 multiplied by years of credited service. For all other Unions, minimum of \$13.00 to \$19.50 multiplied by years of credited service, varying with five-year final average compensation.
Eagan	Effective January 1, 2009, Local 444 employees will receive the greater of this benefit or their December 31, 1998 accrued benefit, plus for service after January 1, 1999, a benefit calculated under the terms of the Lockheed Martin retirement plan formula in effect on March 1, 2008.
Eagan	\$50 multiplied by years of credited service. \$42 for IGUA Local 32.

SB Actuary Signature

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Early Retirement
Eligibility Requirement

Age 55 and five years of vesting service.

Benefit
Mitchel Field

Monthly benefit computed as in normal retirement, reduced 5.00% for each year by which retirement precedes age 62.

Eagan

Monthly benefit computed as in normal retirement, reduced 6.00% for each year by which retirement precedes age 65 (62 for participants who have at least 20 years of vesting service).

Early Retirement Supplement
Eligibility Requirement

Age 55 and 15 years of vesting service for Mitchel Field; 10 years of vesting service for Eagan.

Benefit
Mitchel Field

For Local 444 retirees not receiving the LMRP benefit, \$10 multiplied by years of credited service, payable until age 62. The LMRP supplement was discontinued effective January 1, 2011. For all other Unions, \$2.75 multiplied by years of credited service.

Eagan

\$2.50 multiplied by years of credited service. Payable until age 65 (62 for participants who have at least 20 years of vesting service).

"Adder" Benefit
Eligibility Requirement

25 years of vesting service as of July 1, 2008. This benefit is only available for Local 444 members of Mitchel Field.

Benefit

\$3,000, in addition to normal retirement benefit.

Total and Permanent Disability Retirement
Eligibility Requirement

No age or service requirement.

Benefit
Mitchel Field

Accrued benefit based on earnings at date of disability and service projected to the participant's normal retirement date. Benefit payable at normal retirement.

SB Actuary Signature

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Eagan	Accrued benefit earned to the date of disability, payable unreduced at the time of disability for life. For participants ineligible for Social Security disability benefits, an additional \$1 multiplied by years of credited service will be paid.
Termination	
Eligibility Requirement	Five years of vesting service.
Benefit	A monthly benefit computed as in normal retirement, payable at age 62 for Mitchel Field employees and age 65 for Eagan employees. Benefits starting at age 55 will receive reductions as computed in early retirement.
Preretirement Surviving Spouse's Benefit	
Eligibility Requirement	Five years of vesting service.
Benefit	
Mitchel Field	Effective January 1, 2009, 100% of the monthly benefit the participant would have received if he had retired under the 100% joint and survivor option on the first of the month preceding or coincident with his death, payable at the participant's earliest retirement date.
Eagan	50% of the monthly benefit the participant would have received if he had retired under the 50% joint and survivor option on the first of the month preceding or coincident with his death, payable at the participant's earliest retirement date.
Preretirement Non-Spouse Death Benefit	
Eligibility Requirement	
Mitchel Field	10 years of vesting service. Five years of vesting service for Local 444 participants.
Eagan	Five years of vesting service.
Benefit	60 monthly payments of the benefit the participant would have received if he had retired or terminated the day prior to his death, payable at the participant's earliest retirement date.

SB Actuary Signature

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Postretirement Death Benefit

Eligibility Requirement

Age 55 and 10 years of vesting service. This benefit is only available to Eagan employees.

Benefit

\$9,000 lump sum.

Normal Form of Benefit Payment

Married Participants

50% joint and survivor annuity.

Unmarried Participants

Mitchel Field

Single life annuity.

Eagan

Five year certain and continuous annuity.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

SB Actuary Signature

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, line 24—Change in Actuarial Assumptions

The following Assumption Changes have been made since the prior Valuation:

- The Expense Load was changed from \$392,652 to \$274,012 to reflect actual administrative expenses.

SB Actuary Signature

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2014

Attained Age	Number of Participants Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29			14							
30-34	2		8							
35-39			1							
40-44										
45-49			2				1			
50-54						1	1	5		
55-59						1	1	11	8	
60-64						1		4	6	5
65-69							1		1	5
70+										1

SB Actuary Signature

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 18,547,277	January 1, 2011	4	\$ 4,980,795
Shortfall	\$ (13,780,782)	January 1, 2012	5	\$ (3,030,892)
Shortfall	\$ 421,345	January 1, 2013	6	\$ 79,757
Shortfall	\$ 2,628,891	January 1, 2014	7	\$ 439,969

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Lockheed Martin Tactical Defense Systems Retirement Plan II for
 Bargaining Employees
 EIN: 52-1893632 PN: 043

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at beginning of year.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
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57	5.00%	0.8550	2.44
58	5.00%	0.8123	2.36
59	10.00%	0.7716	4.55
60	10.00%	0.6945	4.17
61	15.00%	0.6250	5.72
62	20.00%	0.5313	6.59
63	15.00%	0.4250	4.02
64	15.00%	0.3613	3.47
65	20.00%	0.3071	3.99
66	15.00%	0.2457	2.43
67	20.00%	0.2088	2.80
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69	15.00%	0.1420	1.47
70	100.00%	0.1207	8.45
Weighted Average			62.18

Schedule SB Attachment (Form 5500)—2014 Plan Year
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2nd Segment Rate	6.32%
3rd Segment Rate	6.99%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2013), without regard to interest rate stabilization
1st Segment Rate	1.37%
2nd Segment Rate	4.05%
3rd Segment Rate	5.06%
Salary Increases	
Minimum Funding Target Normal Cost	4.50%
Maximum Tax Expected Benefit Increase	4.50%
Social Security Wage Base Increases	Future wage indices are based on a national wage increase of 3.00% per year.
Retirement Age	
Active Participants	See Table 1.
Terminated Vested Participants	Age 65 for Eagan. Age 62 for Mitchel Field.
Mortality Rates	
Healthy and Disabled	2014 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Withdrawal Rates	2003 SOA select and ultimate table. See Table 2.
Disability Rates	See Table 3.
Decrement Timing	Beginning of year decrements, with 100% retirement occurring at beginning of year.
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Valuation Compensation	2013 Pensionable earnings rolled forward one year with the salary increase assumption.

Schedule SB Attachment (Form 5500)—2014 Plan Year
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A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2012 Plan Year

8.00%, limited to 7.52%

2013 Plan Year

8.00%, limited to 7.16%

Trust Expenses Included in
Target Normal Cost

\$274,012

Actuarial Method

Standard unit credit cost method

Valuation Date

January 1, 2014

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Table 1

Retirement Rates

<u>Age</u>	<u>Rate</u>
55	10.00%
56	5.00%
57	5.00%
58	5.00%
59	10.00%
60	10.00%
61	15.00%
62	20.00%
63	15.00%
64	15.00%
65	20.00%
66	15.00%
67	20.00%
68	15.00%
69	15.00%
70+	100.00%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Lockheed Martin Tactical Defense Systems Retirement Plan II for
 Bargaining Employees
 EIN: 52-1893632 PN: 043

Table 2—Page 1 of 2

Withdrawal Rates

Age	Years of Service			
	0-1	2-4	5-9	10+
18	39.64%	0.00%	0.00%	0.00%
19	20.23%	0.00%	0.00%	0.00%
20	17.99%	14.19%	0.00%	0.00%
21	22.38%	18.19%	0.00%	0.00%
22	24.07%	19.60%	15.00%	0.00%
23	23.85%	19.58%	15.09%	0.00%
24	22.70%	18.32%	14.25%	0.00%
25	21.74%	17.14%	12.96%	0.00%
26	20.95%	16.27%	11.29%	0.00%
27	20.41%	15.29%	9.97%	0.00%
28	19.42%	14.52%	9.15%	8.75%
29	18.73%	13.93%	8.69%	5.21%
30	18.61%	13.58%	8.39%	4.84%
31	18.83%	13.09%	8.02%	5.39%
32	18.32%	12.60%	7.76%	5.47%
33	17.39%	11.97%	7.56%	5.30%
34	16.94%	11.33%	7.37%	5.15%
35	16.78%	11.02%	7.15%	5.02%
36	16.69%	10.98%	6.85%	4.87%
37	16.29%	10.99%	6.68%	4.68%
38	16.00%	10.77%	6.44%	4.43%
39	15.36%	10.59%	6.27%	4.32%
40	15.91%	10.35%	6.01%	4.15%
41	15.94%	10.01%	5.89%	3.93%
42	16.05%	9.72%	5.84%	3.86%
43	15.98%	9.71%	5.75%	3.81%
44	15.88%	9.62%	5.77%	3.79%
45	15.48%	9.47%	5.82%	3.73%
46	15.61%	9.54%	5.81%	3.64%
47	15.30%	9.47%	5.61%	3.66%
48	15.15%	9.37%	5.52%	3.70%
49	15.53%	9.02%	5.60%	3.65%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Lockheed Martin Tactical Defense Systems Retirement Plan II for
 Bargaining Employees
 EIN: 52-1893632 PN: 043

Table 2—Page 2 of 2

Withdrawal Rates

Age	Years of Service			
	0-1	2-4	5-9	10+
50	15.60%	8.90%	5.32%	3.49%
51	15.35%	9.32%	5.13%	3.38%
52	14.35%	9.52%	4.99%	3.35%
53	14.34%	9.24%	4.70%	3.22%
54	14.17%	8.80%	4.12%	2.37%
55	13.52%	7.82%	2.59%	0.88%
56	12.84%	7.49%	1.84%	0.23%
57	12.66%	7.67%	1.54%	0.11%
58	12.74%	7.68%	1.58%	0.22%
59	13.50%	7.94%	1.92%	0.31%
60	13.63%	7.84%	2.12%	0.20%
61+	0.00%	0.00%	0.00%	0.00%

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Lockheed Martin Tactical Defense Systems Retirement Plan II for
 Bargaining Employees
 EIN: 52-1893632 PN: 043

Table 3

Disability Rates

Age	Rate	Age	Rate
18	0.03%	45	0.10%
19	0.03%	46	0.11%
		47	0.12%
20	0.03%	48	0.14%
21	0.03%	49	0.16%
22	0.03%		
23	0.03%	50	0.18%
24	0.03%	51	0.20%
		52	0.23%
25	0.03%	53	0.26%
26	0.04%	54	0.30%
27	0.04%		
28	0.04%	55	0.36%
29	0.04%	56	0.42%
		57	0.50%
30	0.04%	58	0.59%
31	0.04%	59	0.69%
32	0.04%		
33	0.05%	60	0.90%
34	0.05%	61	1.16%
		62	1.46%
35	0.05%	63	1.81%
36	0.05%	64	2.22%
37	0.05%		
38	0.06%	65	1.00%
39	0.06%	66+	0.00%
40	0.07%		
41	0.07%		
42	0.08%		
43	0.08%		
44	0.09%		

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Discussion of Actuarial Assumptions and Methods

For the funding valuation, the allowable interest rates and mortality tables available to measure plan liabilities are prescribed by IRC section 412. Aon Hewitt provided guidance with respect to the alternative interest rate and mortality table options, and it is our belief that the options prescribed by Lockheed Martin Corporation are appropriate for funding purposes. It is our belief that all other actuarial assumptions used for the funding valuation represent reasonable expectations of anticipated plan experience. The actuarial cost and amortization methods used are prescribed by IRC section 412. While the method used to value assets is prescribed by Lockheed Martin Corporation, Aon Hewitt provided guidance with respect to the use of this method, and it is our belief that the method is appropriate for funding purposes.

Calculation of Normal Costs and Liabilities

The method used to calculate the ERISA target normal cost and funding target is the unit credit cost method. The funding target under IRC section 430 is calculated as the present value of all benefits that have been accrued or earned under the plan as of the first day of the plan year, based on current service and current pay. The target normal cost is the present value of all benefits expected to accrue or be earned under the plan during the plan year, including any increase in benefits earned in prior plan years attributable to compensation increases in the current plan year, plus certain trust expenses.

Under this method, benefits are estimated at each decrement age using service and earnings as of the valuation date. The present value of these estimated benefits using the applicable ERISA assumptions is the ERISA funding target. The target normal cost is the present value of the benefits earned during the year.

For calculating the actuarial present value of vested benefits, benefits at each decrement age are determined in the same manner, but are then multiplied by each participant's vesting percentage as of the valuation date. The present value of these estimated vested benefits is determined without recognition of any benefit for which a participant will become entitled only through the advancement in service or age while actively employed. In addition, certain ancillary benefits have been treated as vested consistent with PBGC premium regulations.

The ERISA funding target for lump sum benefits is determined by valuing the annuity that corresponds to the distribution using special actuarial assumptions, as described under Treasury regulations section 1.430(d). Under these special assumptions, for the period beginning with the annuity starting date, the current IRC section 417(e) applicable mortality table is substituted for the mortality table otherwise used.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, Part V—Summary of Plan Provisions

Effective Date of Plan	December 31, 1999
Most Recent Collective Bargaining Agreements	April 2012 for Mitchel Field June 2009 for Eagan
Eligibility	
Mitchel Field	All employees hired before January 1, 2009 are eligible on their date of employment. Employees hired or rehired on or after January 1, 2009 will not be eligible for the plan.
Eagan	Earlier of two years of vesting service or attainment of age 21 and one year of vesting service. Employees hired or rehired on or after January 1, 2010 will not be eligible for the plan.
Compensation	Total compensation including section 125, 401(k) and 132 amounts and severance. Compensation is limited to the annual compensation limit under IRC section 401(a)(17). Only applicable for Mitchel Field participants.
Normal Retirement	
Eligibility Requirement	Age 65.
Benefit	
Mitchel Field	The accrued benefit under the prior plan plus 2.00% of compensation earned on or after May 5, 1995. For Local 444, minimum of \$13.00 multiplied by years of credited service. For all other Unions, minimum of \$13.00 to \$19.50 multiplied by years of credited service, varying with five-year final average compensation.
Eagan	Effective January 1, 2009, Local 444 employees will receive the greater of this benefit or their December 31, 1998 accrued benefit, plus for service after January 1, 1999, a benefit calculated under the terms of the Lockheed Martin retirement plan formula in effect on March 1, 2008.
Eagan	\$50 multiplied by years of credited service. \$42 for IGUA Local 32.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Early Retirement	
Eligibility Requirement	Age 55 and five years of vesting service.
Benefit	
Mitchel Field	Monthly benefit computed as in normal retirement, reduced 5.00% for each year by which retirement precedes age 62.
Eagan	Monthly benefit computed as in normal retirement, reduced 6.00% for each year by which retirement precedes age 65 (62 for participants who have at least 20 years of vesting service).
Early Retirement Supplement	
Eligibility Requirement	Age 55 and 15 years of vesting service for Mitchel Field; 10 years of vesting service for Eagan.
Benefit	
Mitchel Field	For Local 444 retirees not receiving the LMRP benefit, \$10 multiplied by years of credited service, payable until age 62. The LMRP supplement was discontinued effective January 1, 2011. For all other Unions, \$2.75 multiplied by years of credited service.
Eagan	\$2.50 multiplied by years of credited service. Payable until age 65 (62 for participants who have at least 20 years of vesting service).
"Adder" Benefit	
Eligibility Requirement	25 years of vesting service as of July 1, 2008. This benefit is only available for Local 444 members of Mitchel Field.
Benefit	\$3,000, in addition to normal retirement benefit.
Total and Permanent Disability Retirement	
Eligibility Requirement	No age or service requirement.
Benefit	
Mitchel Field	Accrued benefit based on earnings at date of disability and service projected to the participant's normal retirement date. Benefit payable at normal retirement.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Eagan	Accrued benefit earned to the date of disability, payable unreduced at the time of disability for life. For participants ineligible for Social Security disability benefits, an additional \$1 multiplied by years of credited service will be paid.
Termination	
Eligibility Requirement	Five years of vesting service.
Benefit	A monthly benefit computed as in normal retirement, payable at age 62 for Mitchel Field employees and age 65 for Eagan employees. Benefits starting at age 55 will receive reductions as computed in early retirement.
Preretirement Surviving Spouse's Benefit	
Eligibility Requirement	Five years of vesting service.
Benefit	
Mitchel Field	Effective January 1, 2009, 100% of the monthly benefit the participant would have received if he had retired under the 100% joint and survivor option on the first of the month preceding or coincident with his death, payable at the participant's earliest retirement date.
Eagan	50% of the monthly benefit the participant would have received if he had retired under the 50% joint and survivor option on the first of the month preceding or coincident with his death, payable at the participant's earliest retirement date.
Preretirement Non-Spouse Death Benefit	
Eligibility Requirement	
Mitchel Field	10 years of vesting service. Five years of vesting service for Local 444 participants.
Eagan	Five years of vesting service.
Benefit	60 monthly payments of the benefit the participant would have received if he had retired or terminated the day prior to his death, payable at the participant's earliest retirement date.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Postretirement Death Benefit

Eligibility Requirement

Age 55 and 10 years of vesting service. This benefit is only available to Eagan employees.

Benefit

\$9,000 lump sum.

Normal Form of Benefit Payment

Married Participants

50% joint and survivor annuity.

Unmarried Participants

Mitchel Field

Single life annuity.

Eagan

Five year certain and continuous annuity.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, line 24—Change in Actuarial Assumptions

The following Assumption Changes have been made since the prior Valuation:

- The Expense Load was changed from \$392,652 to \$274,012 to reflect actual administrative expenses.

Schedule SB Attachment (Form 5500)—2014 Plan Year
 Lockheed Martin Tactical Defense Systems Retirement Plan II for
 Bargaining Employees
 EIN: 52-1893632 PN: 043

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2014

Attained Age	Number of Participants Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29			14							
30-34	2		8							
35-39			1							
40-44										
45-49			2				1			
50-54						1	1	5		
55-59						1	1	11	6	
60-64						1		4	6	5
65-69							1		1	5
70+										1

Schedule SB Attachment (Form 5500)—2014 Plan Year
Lockheed Martin Tactical Defense Systems Retirement Plan II for
Bargaining Employees
EIN: 52-1893632 PN: 043

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 18,547,277	January 1, 2011	4	\$ 4,980,795
Shortfall	\$ (13,780,782)	January 1, 2012	5	\$ (3,030,892)
Shortfall	\$ 421,345	January 1, 2013	6	\$ 79,757
Shortfall	\$ 2,628,891	January 1, 2014	7	\$ 439,969