

MARTIN MARIETTA MATERIALS INC

Form 8-K

April 20, 2007

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549
FORM 8-K
CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934
Date of report (Date of earliest event reported) April 19, 2007
Martin Marietta Materials, Inc.**

(Exact Name of Registrant as Specified in Its Charter)
North Carolina

(State or Other Jurisdiction of Incorporation)

1-12744

(Commission File Number)

56-1848578

(IRS Employer Identification No.)

2710 Wycliff Road, Raleigh, North Carolina

(Address of Principal Executive Offices)

27607

(Zip Code)

(919) 781-4550

(Registrant's Telephone Number, Including Area Code)
Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02 Results of Operations and Financial Condition.

On April 19, 2007, the Corporation announced revised first-quarter and full-year 2007 earnings guidance. For the quarter ended March 31, 2007, the Corporation expects earnings to range from \$0.70 to \$0.73 per diluted share. For the full-year 2007, the Corporation expects earnings to range from \$6.10 to \$6.65 per diluted share. The press release, dated April 19, 2007, is furnished as Exhibit 99.1 to this report and is incorporated by reference herein.

Item 7.01 Regulation FD Disclosure.

On April 19, 2007, the Corporation announced revised first-quarter and full-year 2007 earnings guidance. For the quarter ended March 31, 2007, the Corporation expects earnings to range from \$0.70 to \$0.73 per diluted share. For the full-year 2007, the Corporation expects earnings to range from \$6.10 to \$6.65 per diluted share. The press release, dated April 19, 2007, is furnished as Exhibit 99.1 to this report and is incorporated by reference herein.

The Corporation will host an online Web simulcast of its first-quarter 2007 earnings conference call on Tuesday, May 8, 2007. The live broadcast of the Corporation's conference call will begin at 2 p.m., Eastern Time, on May 8, 2007. An online replay will be available approximately two hours following the conclusion of the live broadcast. A link to these events will be available at the Corporation's Web site at www.martinmarietta.com. For those investors without online web access, the conference call may also be accessed by calling 913-981-5522, confirmation number 8802467.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

99.1 Press Release dated April 19, 2007, announcing revised first-quarter and full-year 2007 earnings guidance.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MARTIN MARIETTA MATERIALS, INC.

(Registrant)

Date: April 20, 2007

By: /s/ Anne H. Lloyd
Anne H. Lloyd,
Senior Vice President and Chief Financial
Officer

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release dated April 19, 2007, announcing revised first-quarter and full-year 2007 earnings guidance.