# Northbridge Materials Corporation - Form FWP

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Filed Pursuant to Rule 433

Registration No. 333-217991

Issuer Free Writing Prospectus dated May 17, 2017

Relating to Preliminary Prospectus Supplement dated May 17, 2017

MARTIN MARIETTA MATERIALS, INC.

$300,000,000 Floating Rate Senior Notes due 2020

$300,000,000 3.450% Senior Notes due 2027

PRICING TERM SHEET

MAY 17, 2017

FLOATING RATE NOTES

Issuer:

Martin Marietta Materials, Inc.

Security:

Floating Rate Senior Notes due 2020

Principal Amount:

$300,000,000

Maturity Date:

May 22, 2020

Issue Price:

100.000% of principal amount, plus accrued interest, if any, from May 22, 2017

Interest Rate Basis:

Three-month LIBOR, reset quarterly

Spread to LIBOR:

Plus 65 basis points

Initial Interest Rate and Determination Date:

Three-month LIBOR determined as of the second London Business Day immediately preceding the Settlement Date plus 65 basis points; if three-month LIBOR cannot be determined as of such date, the initial three-month LIBOR will be

1.181%

Interest Payment Dates and Reset Dates:

Quarterly on February 22, May 22, August 22 and November 22, commencing on August 22, 2017

Interest Determination Dates:

Second London Business Day immediately preceding the applicable Interest Payment Date

Gross Proceeds to the Issuer:

$300,000,000

Optional Redemption Provisions:

None

Day Count Convention:

Actual/360, Adjusted

CUSIP / ISIN:

573284 AR7 / US573284AR77

FIXED RATE NOTES

Issuer:

Martin Marietta Materials, Inc.

Security:

3.450% Senior Notes due 2027

Principal Amount:

$300,000,000

Maturity Date:

June 1, 2027

Issue Price:

99.798% of principal amount, plus accrued interest, if any, from May 22, 2017

Benchmark Treasury:

2.375% due May 15, 2027

Benchmark Treasury Price and Yield:

101-11 and 2.224%

Spread to Benchmark Treasury:

Plus 125 basis points

Yield to Maturity:

3.474%

Coupon (Interest Rate):

3.450%

Interest Payment Dates:

Semi-annually on June 1 and December 1, commencing on December 1, 2017

Gross Proceeds to the Issuer:

$299,394,000

Optional Redemption Provisions:

Prior to March 1, 2027 (three months prior to the maturity date of the fixed rate notes) (the Par Call Date ), make-whole call at any time at a discount rate of U.S. Treasury Rate plus 20 basis points (or 0.200%)

On or after the Par Call Date, at any time at a redemption price

equal to 100% of the principal amount, plus accrued and unpaid interest to the date of redemption

Day Count Convention:

30/360

CUSIP / ISIN:

573284 AQ9 / US573284AQ94

FLOATING RATE NOTES AND FIXED RATE NOTE

Ratings:*

Baa3 / BBB+ / BBB (Moody s / S&P / Fitch)

Trade Date:

May 17, 2017

Settlement Date:

May 22, 2015 (T+3)

Legal Format:

SEC Registered

Denominations:

$2,000 x $1,000

Joint Book-Running Managers:

Deutsche Bank Securities Inc.

J.P. Morgan

Securities LLC

BB&T Capital Markets, a division of BB&T Securities, LLC

SunTrust Robinson Humphrey, Inc.

Wells Fargo Securities,

LLC

Co-Managers:

PNC Capital Markets LLC

Regions Securities

LLC

The Williams Capital Group, L.P.

MUFG Securities Americas

Inc.

Comerica Securities, Inc.

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You may get these documents for free by visiting EDGAR on the SEC website at www.sec.gov . Alternatively, the Issuer, any underwriter or any dealer participating in this offering will arrange to send you a copy of the prospectus if you request it by calling Deutsche Bank Securities Inc. at (800) 503-4611, J.P. Morgan Securities LLC at (212) 834-4533, BB&T Capital Markets, a division of BB&T Securities, LLC, at (844) 499-2713, SunTrust Robinson

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