#### KELLY JOHN E III

Form 4 July 21, 2011

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

may continue. See Instruction

1(b).

Form 5

obligations

(Print or Type Responses)

1. Name and Address of Reporting Person \*

KELLY JOHN E III

Symbol

INTERNATIONAL BUSINESS MACHINES CORP [IBM]

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction (Month/Day/Year)

07/20/2011

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last) (First) (Middle)

Director X\_ Officer (give title below)

10% Owner Other (specify

**OMB APPROVAL** 

Estimated average

burden hours per

Expires:

response...

3235-0287

January 31,

2005

0.5

Senior Vice President

IBM CORPORATION, P.O. BOX 218

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

#### YORKTOWN HEIGHTS, NY 10598

(Street)

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secu	rities Acqu	ired, Disposed of	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	07/20/2011		S	300	D	\$ 183.3	49,388.1166	D	
Common Stock	07/20/2011		S	400	D	\$ 183.31	48,988.1166	D	
Common Stock	07/20/2011		S	100	D	\$ 183.32	48,888.1166	D	
Common Stock	07/20/2011		S	2	D	\$ 183.44	48,886.1166	D	
Common Stock	07/20/2011		S	98	D	\$ 183.45	48,788.1166	D	

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07/20/2011	S	200	D	\$ 183.46	48,588.1166	D
07/20/2011	S	100	D	\$ 183.49	48,488.1166	D
07/20/2011	S	100	D	\$ 183.51	48,388.1166	D
07/20/2011	S	300	D	\$ 183.52	48,088.1166	D
07/20/2011	S	200	D	\$ 183.54	47,888.1166	D
07/20/2011	S	500	D	\$ 183.56	47,388.1166	D
07/20/2011	S	500	D	\$ 183.57	46,888.1166	D
07/20/2011	S	400	D	\$ 183.58	46,488.1166	D
07/20/2011	S	400	D	\$ 183.59	46,088.1166	D
07/20/2011	S	2,900	D	\$ 183.68	43,188.1166	D
07/20/2011	S	563	D	\$ 183.7	42,625.1166	D
07/20/2011	S	7,684	D	\$ 183.86	34,941.1166	D
	07/20/2011  07/20/2011  07/20/2011  07/20/2011  07/20/2011  07/20/2011  07/20/2011  07/20/2011  07/20/2011	07/20/2011       S         07/20/2011       S	07/20/2011       S       100         07/20/2011       S       100         07/20/2011       S       300         07/20/2011       S       200         07/20/2011       S       500         07/20/2011       S       500         07/20/2011       S       400         07/20/2011       S       2,900         07/20/2011       S       563	07/20/2011       S       100       D         07/20/2011       S       100       D         07/20/2011       S       300       D         07/20/2011       S       200       D         07/20/2011       S       500       D         07/20/2011       S       500       D         07/20/2011       S       400       D         07/20/2011       S       2,900       D         07/20/2011       S       563       D	07/20/2011       S       200       D       183.46         07/20/2011       S       100       D       \$         07/20/2011       S       100       D       \$         07/20/2011       S       300       D       \$         07/20/2011       S       200       D       \$         07/20/2011       S       500       D       \$         07/20/2011       S       500       D       \$         07/20/2011       S       400       D       \$         07/20/2011       S       2,900       D       \$         07/20/2011       S       563       D       \$         07/20/2011       S       7,684       D       \$	07/20/2011       S       200       D       183.46       48,588.1166         07/20/2011       S       100       D       \$\$\$\$183.49       48,488.1166         07/20/2011       S       100       D       \$\$\$\$\$183.51       48,388.1166         07/20/2011       S       300       D       \$\$\$\$\$\$\$\$183.52       48,088.1166         07/20/2011       S       200       D       \$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$\$47,388.1166         07/20/2011       S       500       D       \$

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	S	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				
					4, and 5)				
				Code V	(A) (D)		Title		

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Date Expiration Exercisable Date

Amount or Number of Shares

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KELLY JOHN E III IBM CORPORATION P.O. BOX 218 YORKTOWN HEIGHTS, NY 10598

Senior Vice President

**Signatures** 

D. Cummins on behalf of J. E. Kelly III

07/21/2011

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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