Edgar Filing: PALMISANO SAMUEL J - Form 4

	NO SAMUEL J										
Form 4	2011										
August 09,									PPROVAL		
FORM		STATES	SECU	RITIES A	AND EX	CHANGE	COMMISSIO		FFNOVAL		
	UNITED	JIIII		ashington				Number:	3235-0287		
Check t	Expires:	January 31,									
if no lor subject Section Form 4	to SIAIEN 16.	AENT OI	F CHAI	NGES IN SECUI		ICIAL OV	Estimated burden hou response	ours per			
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(a) of the l	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940	on			
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> PALMISANO SAMUEL J				er Name an o	d Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer				
				NATION			(Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction (Month/Day/Year)				_X_ Director 10% Owner _X_ Officer (give title Other (specify				
IBM COR	08/08/2011				below) below) Chairman, Pres., and CEO						
	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check						
	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
ARMONK	, NY 10504						Person	wore than one R	epotting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.				
					inforn requir	nation cont red to respo iys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					posed of, or	Beneficially Owner	I			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	8)			(Month/Day/Year)		(Instr. 3 and 4)		Security (Instr. 5)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit	\$ 0 <u>(1)</u>	08/08/2011		A <u>(2)</u>		301		(3)	<u>(3)</u>	Common Stock	301	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
PALMISANO SAMUEL J IBM CORPORATION ONE NEW ORCHARD ROAD ARMONK, NY 10504	Х		Chairman, Pres., and CEO						
Signatures									
D. Cummins on behalf of S. J. Palmisano		08/09/2	011						

**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).

(1) Phantom stock units convert to the cash value of the company's common stock on a one-for-one basis.

(2) Acquisition of phantom stock units under the IBM Excess 401(k) Plus Plan.

(3) Distribution of phantom stock units under the IBM Excess 401(k) Plus Plan is deferred until separation from the company. The reporting person may transfer these phantom stock units into an alternative investment account under such plan.

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.