Weber Robert C Form 4 October 28, 2011

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

1(b).

(Last)

ORCHARD ROAD

ARMONK, NY 10504

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person \*\*
Weber Robert C

(First)

IBM CORPORATION, ONE NEW

10/27/2011

10/27/2011

10/27/2011

Stock

Stock

Stock

Common

Common

2. Issuer Name **and** Ticker or Trading

Symbol

INTERNATIONAL BUSINESS MACHINES CORP [IBM]

3. Date of Earliest Transaction

(Month/Day/Year) 10/27/2011

(Street) 4. If Amendment, Date Original

(Middle)

Filed(Month/Day/Year)

S

S

S

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

Estimated average

burden hours per

\_\_\_\_ Director \_\_\_\_\_ 10% Owner \_X\_ Officer (give title \_\_\_\_\_ Other (specify

below) below)
Senior Vice President

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

D

D

D

Person

\$ 184.55 30,193

\$ 184.56 29,636

\$ 184.57 29,336

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4)	ed of (		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/15/2011		G V	553	D	\$ 0	18,823	D	
Common Stock	10/27/2011		M	11,770	A	\$ 102.8	30,593	D	
Common	10/27/2011		C	400	Ъ	¢ 104 <i>55</i>	20 102	D	

400

557

300

D

D

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Common Stock	10/27/2011	S	500	D	\$ 184.59	28,836	D
Common Stock	10/27/2011	S	176	D	\$ 184.6	28,660	D
Common Stock	10/27/2011	S	100	D	\$ 184.61	28,560	D
Common Stock	10/27/2011	S	600	D	\$ 184.615	27,960	D
Common Stock	10/27/2011	S	399	D	\$ 184.62	27,561	D
Common Stock	10/27/2011	S	301	D	\$ 184.635	27,260	D
Common Stock	10/27/2011	S	300	D	\$ 184.65	26,960	D
Common Stock	10/27/2011	S	300	D	\$ 184.66	26,660	D
Common Stock	10/27/2011	S	200	D	\$ 184.661	26,460	D
Common Stock	10/27/2011	S	900	D	\$ 184.67	25,560	D
Common Stock	10/27/2011	S	400	D	\$ 184.671	25,160	D
Common Stock	10/27/2011	S	200	D	\$ 184.675	24,960	D
Common Stock	10/27/2011	S	504	D	\$ 184.68	24,456	D
Common Stock	10/27/2011	S	500	D	\$ 184.685	23,956	D
Common Stock	10/27/2011	S	600	D	\$ 184.69	23,356	D

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

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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. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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Derivative or Disposed of Security (D)

(Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable Expiration Title

Date

e Amount

Number of Share

Jaic

Emp.

Stock
Option \$ 102.8 10/27/2011 M 11,770 05/08/2010(1) 05/07/2017 Common Stock 11,770

(right to buy)

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Weber Robert C

IBM CORPORATION
ONE NEW ORCHARD ROAD
ARMONK, NY 10504

Senior
Vice
President

## **Signatures**

D. Cummins on behalf of R. C. Weber 10/28/2011

\*\*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).
- (1) This grant vested in one installment on the date shown above.

#### **Remarks:**

Additional transactions will be shown on a subsequent Form 4.

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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