Di Leo Allen Bruno V Form 3 January 11, 2012

# FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response...
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement INTERNATIONAL BUSINESS MACHINES CORP Di Leo Allen Bruno V (Month/Day/Year) [IBM] 01/03/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) IBM CORPORATION, C/O (Check all applicable) SEC'Y'S OFFICE. ONE NEW ORCHARD ROAD Director 10% Owner X\_ Officer Other (Street) 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Senior Vice President X\_ Form filed by One Reporting Person ARMONK, NYÂ 10570 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities 3. (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock D Â 6,600.676 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

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

currently valid OMB control number.

3. Title and Amount of 6. Nature of Indirect 1. Title of Derivative Security 2. Date Exercisable and 5. (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative

#### Edgar Filing: Di Leo Allen Bruno V - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Rst. Stock Unit	(1)	(1)	Common Stock	1,986	\$ 0	D	Â
Rst. Stock Unit	(2)	(2)	Common Stock	24,272	\$ 0	D	Â
Rst. Stock Unit	(3)	(3)	Common Stock	8,197	\$ 0	D	Â

# **Reporting Owners**

Reporting Owner Name / Address		Relationships				
r	Director	10% Owner	Officer	Other		
Di Leo Allen Bruno V IBM CORPORATION, C/O SEC'Y'S OFFICE ONE NEW ORCHARD ROAD ARMONK Â NYÂ 10570	Â	Â	Senior Vice President	Â		

## **Signatures**

D. Cummins on behalf of B. V. Di Leo
Allen
01/11/2012

\*\*Signature of Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).

Date

- (1) These units are payable in cash or the company's common stock upon lapse of the restrictions on May 8, 2012.
- (2) These units are payable in cash or the company's common stock upon lapse of the restrictions on September 4, 2012.
- (3) These units are payable in cash or the company's common stock upon lapse of the restrictions on January 22, 2015.

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.

Reporting Owners 2