Adkins Rodney C Form 4 February 07, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

January 31, 2005

3235-0287

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or

Check this box

**SECURITIES** Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Adkins Rodney C Issuer Symbol INTERNATIONAL BUSINESS (Check all applicable) MACHINES CORP [IBM] (Middle) (Last) (First) 3. Date of Earliest Transaction Director 10% Owner X\_ Officer (give title Other (specify (Month/Day/Year) below) IBM CORPORATION, 294 ROUTE 02/06/2013 Senior Vice President 100 (Street) 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 **SOMERS, NY 10589** 

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

						1	,,		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired (A) our Disposed of (D) (Instr. 3, 4 and 5)  (A) or			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	02/06/2013		Code V S	Amount 5,829	(D)	Price \$ 200.25	7,967.7723	I (1)	trust
Common Stock	02/06/2013		S	468	D	\$ 200.26	7,499.7723	I (1)	trust
Common Stock	02/06/2013		S	1,035	D	\$ 200.27	6,464.7723	I (1)	trust
Common Stock	02/06/2013		S	302	D	\$ 200.28	6,162.7723	I (1)	trust
Common Stock	02/06/2013		S	465	D	\$ 200.29	5,697.7723	I (1)	trust

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Common Stock	02/06/2013	S	200	D	\$ 200.3	5,497.7723	I (1)	trust
Common Stock	02/06/2013	S	1,065	D	\$ 200.31	4,432.7723	I (1)	trust
Common Stock	02/06/2013	S	600	D	\$ 200.32	3,832.7723	I (1)	trust
Common Stock	02/06/2013	S	200	D	\$ 200.33	3,632.7723	I (1)	trust
Common Stock	02/06/2013	S	829	D	\$ 200.34	2,803.7723	I (1)	trust
Common Stock	02/06/2013	S	100	D	\$ 200.35	2,703.7723	I (1)	trust
Common Stock	02/06/2013	S	100	D	\$ 200.36	2,603.7723	I (1)	trust
Common Stock	02/06/2013	S	1,500	D	\$ 200.39	1,103.7723	I (1)	trust
Common Stock	02/06/2013	S	303	D	\$ 200.4	800.7723	I (1)	trust
Common Stock	02/06/2013	S	100	D	\$ 200.425	700.7723	I (1)	trust
Common Stock	02/06/2013	S	700	D	\$ 200.43	0.7723	I (1)	trust

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

3. Transaction Date 3A. Deemed

1. Title of 2.

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SEC 1474 (9-02)

6. Date Exercisable and 7. Title and Amount of 8. Price of

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

Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Underlying Securities		L
Security	or Exercise		any	Code	of	(Month/Day/	(Year)	(Instr. 3 and	4)	S
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Derivative Security (Instr. 5)

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Phantom

Stock  $\$ 0 \ \underline{^{(2)}}$  02/06/2013  $A \ \underline{^{(3)}}$  56  $\underline{^{(4)}}$   $\underline{^{(4)}}$  Common Stock \$ 0

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Adkins Rodney C IBM CORPORATION 294 ROUTE 100 SOMERS, NY 10589

a currently valid OMB number.

Reporting Owners

Senior Vice President

### **Signatures**

D. Cummins on behalf of R. C. Adkins 02/07/2013

\*\*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) The reporting person disclaims beneficial ownership of the securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (2) Phantom stock units convert to the cash value of the company's common stock on a one-for-one basis.
- (3) Acquisition of phantom stock units under the IBM Excess 401(k) Plus Plan.
- (4) 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

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