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INTERNATI Form 4 February 07,	ONAL BUSINE	ESS MAC	HINES	CORP						
FORM	Л								PPROVAL	
	UNITED	STATES	N OMB Number:	3235-0287						
Check this if no long	er		Expires:	January 31, 2005						
subject to Section 16. Form 4 or	51A1EN 6.		Estimated burden hoi response	average urs per						
Form 5 obligation may conti <i>See</i> Instru 1(b).	$\frac{1}{1}$ Section 17(a) of the l	Public U	Jtility Hol	lding Cor		nge Act of 1934, of 1935 or Secti 940			
(Print or Type R	esponses)									
1. Name and Ad Shaughnessy	Symbol	er Name an		-	5. Relationship of Reporting Person(s) to Issuer					
			NATION			(Check all applicable)				
(Last)	3. Date of Earliest Transaction (Month/Day/Year)				Director 10% Owner Officer (give title Other (specify below) below)					
IBM CORPO 100	ORATION, 294	ROUTE	02/06/2	2014			· · · · · · · · · · · · · · · · · · ·	ior Vice Preside	nt	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
SOMERS, N	IY 10589		T Hou(int	Jilli Duy, I co	,		_X_ Form filed by	One Reporting P More than One R		
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deem		3.	4. Securit			6. Ownership	7. Nature of	
Security (Instr. 3)	(Month/Day/Year) Execution any (Mont		Date, if ay/Year)	TransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)			Beneficially Owned	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
						(A)	Reported Transaction(s)	(1130.4)	(1130. 7)	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly o	or indirectly.			
					inforn requii displa	nation cont red to respo ays a curre	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab						Beneficially Owned securities)	1		

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

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	3)	of (M Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(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>	02/06/2014		A <u>(2)</u>		12		(3)	(3)	Common Stock	12	\$ 0
Phantom Stock Unit	\$ 0 <u>(1)</u>	02/06/2014		A <u>(2)</u>		2		(4)	(4)	Common Stock	2	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Shaughnessy Timothy S IBM CORPORATION 294 ROUTE 100 SOMERS, NY 10589			Senior Vice President					
Signatures								
G. Kuehnel on behalf of T. S.		02/	07/2014					

Shaughnessy

Date

Explanation of Responses:

**Signature of Reporting Person

- * 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.

Phantom stock units became distributable to the reporting person's spouse under the IBM Excess 401(k) Plus Plan upon her separation(4) from the company. The spouse's phantom stock units will be distributed annually in equal installments over a five-year period, beginning in February 2014.

(5) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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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.