Daniels Michael E Form 4 August 06, 2009

# FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

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)

**SOMERS, NY 10589** 

100

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person \* Daniels Michael E

(First)

(Street)

2. Issuer Name and Ticker or Trading

Symbol

INTERNATIONAL BUSINESS MACHINES CORP [IBM]

3. Date of Earliest Transaction

(Month/Day/Year) 08/05/2009

IBM CORPORATION, 294 ROUTE

(Middle)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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

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

| (City)                               | (State)                                 | (Zip) Ta  | ble I - Non  | -Derivativ    | e Secu | ırities Acquir | ed, Disposed of, or  | Beneficially   | Owned   |
|--------------------------------------|---|---|--|---------------|--------|----------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. 4. Securities Acquired (A) TransactionDisposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or |               |        | 5)             | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      | 08/05/2009                              |   | Code V M   | Amount 37,000 | (D)    | Price \$ 78.13 | 98,188.1005  | D  |   |
| Common<br>Stock                      | 08/05/2009                              |   | M  | 26,032        | A      | \$ 103.25      | 124,220.1005   | D  |   |
| Common<br>Stock                      | 08/05/2009                              |   | S  | 200           | D      | \$ 117.93      | 124,020.1005   | D  |   |
| Common<br>Stock                      | 08/05/2009                              |   | S  | 100           | D      | \$ 117.94      | 123,920.1005   | D  |   |
| Common<br>Stock                      | 08/05/2009                              |   | S  | 900           | D      | \$ 117.95      | 123,020.1005   | D  |   |

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| Common<br>Stock | 08/05/2009 | S | 200   | D | \$ 117.955     | 122,820.1005 | D |
|-----------------|------------|---|-------|---|----------------|--------------|---|
| Common<br>Stock | 08/05/2009 | S | 550   | D | \$ 117.96      | 122,270.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 1,450 | D | \$ 117.97      | 120,820.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 200   | D | \$ 117.975     | 120,620.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 900   | D | \$ 117.98      | 119,720.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 352   | D | \$ 117.99      | 119,368.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 500   | D | \$ 117.995     | 118,868.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 300   | D | \$<br>117.9975 | 118,568.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 1,753 | D | \$ 118         | 116,815.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 500   | D | \$ 118.01      | 116,315.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 1,387 | D | \$ 118.02      | 114,928.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 500   | D | \$ 118.025     | 114,428.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 900   | D | \$ 118.03      | 113,528.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 100   | D | \$ 118.04      | 113,428.1005 | D |
| Common<br>Stock | 08/05/2009 | S | 79    | D | \$ 118.07      | 113,349.1005 | 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 | Transaction | onDerivative | 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<br>Security |            |      |   | (D) | sposed of :. 3, 4, |                  |                    |                 |                                    |
|--|------------------------|------------|------|---|-----|--------------------|------------------|--------------------|-----------------|------------------------------------|
|  |                        |            | Code | V | (A) | (D)                | Date Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Share |
| Emp.<br>Stock<br>Option<br>(right to<br>buy) | \$ 103.25              | 08/05/2009 | М    |   |     | 26,032             | 02/29/2004(1)    | 02/28/2010         | Common<br>Stock | 26,032                             |
| Emp. Stock Option (right to buy)             | \$ 78.13               | 08/05/2009 | M    |   |     | 37,000             | 02/25/2007(1)    | 02/24/2013         | Common<br>Stock | 37,000                             |

# **Reporting Owners**

| Reporting Owner Name / Address |            |      | Relationships |  |
|--------------------------------|------------|------|---------------|--|
|                                | <b>~</b> . | 1000 |               |  |

Director 10% Owner Officer Other

Daniels Michael E IBM CORPORATION 294 ROUTE 100 SOMERS, NY 10589

Senior Vice President

# **Signatures**

D. Cummins for M. E. Daniels by power-of-attorney 08/06/2009

\*\*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 four equal annual installments; the last installment vested on the date shown above.

#### **Remarks:**

Additional sales 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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