#### LOUGHRIDGE MARK

Form 4

October 29, 2009

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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).

(Print or Type Responses)

1. Name and Address of Reporting Person \* LOUGHRIDGE MARK

2. Issuer Name and Ticker or Trading

Symbol

INTERNATIONAL BUSINESS MACHINES CORP [IBM]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

X\_ Officer (give title below)

10% Owner \_ Other (specify

IBM CORPORATION, ONE NEW

ORCHARD ROAD

10/28/2009

Director

Sr. VP and CFO

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

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

ARMONK, NY 10504

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	e Secu	rities Acquire	ed, Disposed of, o	or Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(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	10/28/2009		M	Amount 968	(D)	Price \$ 103.25	57,973.784	D	
Common Stock	10/28/2009		M	21,532	A	\$ 103.25	79,505.784	D	
Common Stock	10/28/2009		M	955	A	\$ 104.71	80,460.784	D	
Common Stock	10/28/2009		M	23,545	A	\$ 104.71	104,005.784	D	
Common Stock	10/28/2009		S	335	D	\$ 120.68	103,670.784	D	

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Common Stock	10/28/2009	S	640	D	\$ 120.69	103,030.784	D
Common Stock	10/28/2009	S	15,180	D	\$ 120.7	87,850.784	D
Common Stock	10/28/2009	S	600	D	\$ 120.705	87,250.784	D
Common Stock	10/28/2009	S	6,136	D	\$ 120.71	81,114.784	D
Common Stock	10/28/2009	S	1,000	D	\$ 120.715	80,114.784	D
Common Stock	10/28/2009	S	1,231	D	\$ 120.72	78,883.784	D
Common Stock	10/28/2009	S	834	D	\$ 120.725	78,049.784	D
Common Stock	10/28/2009	S	3,236	D	\$ 120.73	74,813.784	D
Common Stock	10/28/2009	S	1,000	D	\$ 120.735	73,813.784	D
Common Stock	10/28/2009	S	200	D	\$ 120.7375	73,613.784	D
Common Stock	10/28/2009	S	2,511	D	\$ 120.74	71,102.784	D
Common Stock	10/28/2009	S	436	D	\$ 120.745	70,666.784	D
Common Stock	10/28/2009	S	1,188	D	\$ 120.755	69,478.784	D
Common Stock	10/28/2009	S	2,642	D	\$ 120.76	66,836.784	D
Common Stock	10/28/2009	S	100	D	\$ 120.765	66,736.784	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	Transactio	orDerivative	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 Security			or Disposed of (D) (Instr. 3, 4, and 5)				
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Emp. Stock Option (right to buy)	\$ 103.25	10/28/2009	М	968	02/29/2004(1)	02/28/2010	Common Stock	968
Emp. Stock Option (right to buy)	\$ 103.25	10/28/2009	M	21,532	02/29/2004(1)	02/28/2010	Common Stock	21,532
Emp. Stock Option (right to buy)	\$ 104.71	10/28/2009	M	955	02/27/2005(1)	02/26/2011	Common Stock	955
Emp. Stock Option (right to buy)	\$ 104.71	10/28/2009	М	23,545	02/27/2005(1)	02/26/2011	Common Stock	23,54:

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
LOUGHRIDGE MARK IBM CORPORATION ONE NEW ORCHARD ROAD ARMONK, NY 10504			Sr. VP and CFO				

# **Signatures**

M. F. SooHoo on behalf of M. Loughridge 10/29/2009

\*\*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.

Reporting Owners 3

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### **Remarks:**

Additional sales will be shown on a subsequent Form 4.

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