LOUGHRIDGE MARK

Form 4

February 08, 2010

FORM 4

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

OMB 3235-0287 Number:

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response...

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * LOUGHRIDGE MARK

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

INTERNATIONAL BUSINESS

(Check all applicable)

MACHINES CORP [IBM]

(Middle)

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

Director 10% Owner X_ Officer (give title _ Other (specify

IBM CORPORATION, ONE NEW

(Street)

(First)

02/05/2010

below) Sr. VP and CFO

ORCHARD ROAD

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) Tab	le I - Non-	Derivative	Secui	ities Acqu	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Transaction Disposed Code (Instr. 3, 4 a (Instr. 8)			(D)	Beneficially Form: Owned Direct (I Following or Indire Reported (I)	Ownership Form: Direct (D) or Indirect	Beneficial Ownership
Common Stock	02/05/2010		Code V M	Amount 20,000	(D)	Price \$ 94.47	97,350.508	D	
Common Stock	02/05/2010		M	28,462	A	\$ 97.59	125,812.508	D	
Common Stock	02/05/2010		M	28,232	A	\$ 105.96	154,044.508	D	
Common Stock	02/05/2010		S	600	D	\$ 123	153,444.508	D	
Common Stock	02/05/2010		S	434	D	\$ 123.01	153,010.508	D	

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Common Stock	02/05/2010	S	900	D	\$ 123.02	152,110.508	D
Common Stock	02/05/2010	S	2,500	D	\$ 123.03	149,610.508	D
Common Stock	02/05/2010	S	900	D	\$ 123.04	148,710.508	D
Common Stock	02/05/2010	S	500	D	\$ 123.05	148,210.508	D
Common Stock	02/05/2010	S	700	D	\$ 123.06	147,510.508	D
Common Stock	02/05/2010	S	2,700	D	\$ 123.07	144,810.508	D
Common Stock	02/05/2010	S	2,200	D	\$ 123.08	142,610.508	D
Common Stock	02/05/2010	S	1,300	D	\$ 123.09	141,310.508	D
Common Stock	02/05/2010	S	4,700	D	\$ 123.1	136,610.508	D
Common Stock	02/05/2010	S	4,205	D	\$ 123.11	132,405.508	D
Common Stock	02/05/2010	S	2,400	D	\$ 123.12	130,005.508	D
Common Stock	02/05/2010	S	4,240	D	\$ 123.13	125,765.508	D
Common Stock	02/05/2010	S	3,409	D	\$ 123.14	122,356.508	D
Common Stock	02/05/2010	S	1,000	D	\$ 123.15	121,356.508	D
Common Stock	02/05/2010	S	1,400	D	\$ 123.16	119,956.508	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	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 Security				(D)	sposed of :: 3, 4,				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Emp. Stock Option (right to buy)	\$ 97.59	02/05/2010	M			28,462	02/26/2006(1)	02/25/2012	Common Stock	28,462
Emp. Stock Option (right to buy)	\$ 105.96	02/05/2010	M			28,232	02/24/2008(1)	02/23/2014	Common Stock	28,232
Emp. Stock Option (right to buy)	\$ 94.47	02/05/2010	M			20,000	07/27/2008(1)	07/26/2014	Common Stock	20,000

Reporting Owners

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

Signatures

D. Cummins on behalf of M. Loughridge 02/08/2010

**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 transactions 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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