

INTERNATIONAL BUSINESS MACHINES CORP
 Form 4
 June 09, 2015

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
JETTER MARTIN

2. Issuer Name and Ticker or Trading Symbol
INTERNATIONAL BUSINESS MACHINES CORP [IBM]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Senior Vice President

(Last) (First) (Middle)
**IBM CORPORATION, C/O
 SECRETARY'S OFFICE, NEW
 ORCHARD ROAD**
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/07/2015

ARMONK, NY 10504
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/07/2015		M		65	A	\$ 0	306.446	I ⁽¹⁾	spouse
Common Stock	06/07/2015		F		24	D	\$ 167.97	282.446	I ⁽¹⁾	spouse
Common Stock	06/08/2015		M		68	A	\$ 0	350.446	I ⁽¹⁾	spouse
Common Stock	06/08/2015		M		99	A	\$ 0	449.446	I ⁽¹⁾	spouse
	06/08/2015		F		25	D		424.446	I ⁽¹⁾	spouse

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Common Stock					\$				
					166.095				
Common Stock	06/08/2015		F	36	D	\$	388.446	I ⁽¹⁾	spouse
					166.095				
Common Stock							2,040.0235	D	

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
						Code	V	(A)	(D)	
Rst. Stock Unit	\$ 0 ⁽²⁾	06/07/2015		M ⁽³⁾	65	<u>(2)</u>	<u>(2)</u>	Common Stock	65	\$ 0
Rst. Stock Unit	\$ 0 ⁽²⁾	06/08/2015		M ⁽³⁾	68	<u>(2)</u>	<u>(2)</u>	Common Stock	68	\$ 0
Rst. Stock Unit	\$ 0 ⁽²⁾	06/08/2015		M ⁽³⁾	99	<u>(2)</u>	<u>(2)</u>	Common Stock	99	\$ 0
Rst. Stock Unit	\$ 0 ⁽⁴⁾	06/08/2015		A ⁽⁴⁾	519	<u>(4)</u>	<u>(4)</u>	Common Stock	519	\$ 0

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

JETTER MARTIN
IBM CORPORATION, C/O SECRETARY'S OFFICE
NEW ORCHARD ROAD
ARMONK, NY 10504

Senior Vice President

Signatures

M. Clemens on behalf of M.

Jetter

06/09/2015

__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) These units were payable in cash or the company's common stock upon the lapse of restrictions on the transaction date shown.
 - (3) Release of restricted stock units.
- Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 129 of these
- (4) units on 06/08/2016, for 129 of these units on 06/08/2017, for 129 of these units on 06/08/2018, and for the remaining 132 of these units on 06/08/2019.

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.