

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 *
 SUTULA STANLEY J III

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)
 06/07/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Controller

IBM CORPORATION, ONE NEW ORCHARD ROAD

(Street)

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

ARMONK, NY 10504

(City) (State) (Zip)

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	06/07/2015		M			221	A	\$ 0	1,007.355	D	
Common Stock	06/07/2015		F			82	D	\$ 167.97	925.355	D	
Common Stock	06/08/2015		M			218	A	\$ 0	1,143.355	D	
Common Stock	06/08/2015		M			227	A	\$ 0	1,370.355	D	
Common Stock	06/08/2015		F			81	D	\$ 166.095	1,289.355	D	

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Common Stock 06/08/2015 F 84 D \$ 166.095 1,205.355 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 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. Pr Deri Secu (Inst			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Rst. Stock Unit	\$ 0 <u>(1)</u>	06/07/2015		M <u>(2)</u>			221	<u>(1)</u>	<u>(1)</u>	Common Stock	221
Rst. Stock Unit	\$ 0 <u>(1)</u>	06/08/2015		M <u>(2)</u>			227	<u>(1)</u>	<u>(1)</u>	Common Stock	227
Rst. Stock Unit	\$ 0 <u>(1)</u>	06/08/2015		M <u>(2)</u>			218	<u>(1)</u>	<u>(1)</u>	Common Stock	218
Rst. Stock Unit	\$ 0 <u>(3)</u>	06/08/2015		A <u>(3)</u>			1,583	<u>(3)</u>	<u>(3)</u>	Common Stock	1,583

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SUTULA STANLEY J III
IBM CORPORATION
ONE NEW ORCHARD ROAD
ARMONK, NY 10504

VP, Controller

Signatures

M. Clemens on behalf of S. J.
Sutula III

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) These units were payable in cash or the company's common stock upon the lapse of the restrictions on the transaction date shown.
 - (2) 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 395 of these
- (3) units on 06/08/2016, for 395 of these units on 06/08/2017, for 395 of these units on 06/08/2018, and for the remaining 398 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.
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