## Edgar Filing: INTERNATIONAL BUSINESS MACHINES CORP - Form 4

| INTERNATIO<br>Form 4<br>July 01, 2011  | NAL BUSINF                                  | ESS MAC                                | HINES  | CORP   |   |                         |   |   |                          |  |  |
|--|---|--|--|--|---|-------------------------|---|---|--------------------------|--|--|
| <b>FORM</b><br>Check this be<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5<br>obligations<br>may continue<br><i>See</i> Instruction<br>1(b). | ox<br>STATEN<br>Filed put<br>e. Section 17( | MENT OI<br>rsuant to S<br>(a) of the I | Wa<br>F CHAN<br>Section 1<br>Public U  | shington<br>NGES IN<br>SECUI<br>(6(a) of th<br>(tility Hol | , D.C. 20<br>BENEF<br>RITIES<br>ne Securit<br>Iding Con | 549<br>ICIAL OV         | COMMISSION<br>WNERSHIP OF<br>nge Act of 1934,<br>of 1935 or Secti<br>940      | N OMB<br>Number:<br>Expires:<br>Estimated<br>burden hor<br>response.  | urs per                  |  |  |
| (Print or Type Resp  | ponses)                                     |  |  |  |   |                         |   |   |                          |  |  |
|  |   |  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>INTERNATIONAL BUSINESS<br>MACHINES CORP [IBM] |  |   |                         | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable) |   |                          |  |  |
| (Last)<br>AMERICAN E<br>COMPANY, V<br>CENTER, 200  | EXPRESS<br>VORLD FINA                       | Middle)                                |  | of Earliest T<br>Day/Year)<br>2011                         | ransaction  |                         | X Director<br>Officer (giv<br>below)  |   | % Owner<br>her (specify  |  |  |
|  |   |  |  | ed(Month/Day/Year) Applic<br>_X_Fe                         |   |                         |   | dual or Joint/Group Filing(Check<br>le Line)<br>n filed by One Reporting Person<br>n filed by More than One Reporting |                          |  |  |
| (City)   | (State)                                     | (Zip)                                  | Tah  | le I - Non-l   | Derivative  | Securities A            | cquired, Disposed   | of, or Beneficia  | llv Owned                |  |  |
|  | Fransaction Date<br>onth/Day/Year)          |  | ed<br>Date, if   |  | 4. Securit<br>mAcquired<br>Disposed<br>(Instr. 3, 4     | ies<br>(A) or<br>of (D) | 5. Amount of  |   | 7. Nature of<br>Indirect |  |  |
| Reminder: Report   | on a separate line                          | e for each cl                          | ass of sec   | urities bene   | ficially own  | ned directly of         | or indirectly.  |   |                          |  |  |

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | if Transactionof Code Derivative |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                 | 8. Price<br>Derivati<br>Security<br>(Instr. 5 |             |
|---|---|---|---|----------------------------------|-----|--|---------------------|---|-----------------|---|-------------|
|   |   |   |   | Code V                           | (A) | (D)  | Date<br>Exercisable | Expiration<br>Date  | Title           | Amount<br>or<br>Number<br>of<br>Shares        |             |
| Promised<br>Fee Share                               | \$ 0 <u>(1)</u>   | 06/30/2011                              |   | A <u>(2)</u>                     | 365 |  | <u>(3)</u>          | (3)   | Common<br>Stock | 365   | \$<br>171.5 |

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## **Reporting Owners**

| Reporting Owner Name / Address  |         | Relationships |           |         |       |  |  |
|---|---------|---------------|-----------|---------|-------|--|--|
|   |         | Director      | 10% Owner | Officer | Other |  |  |
| CHENAULT KENNETH I<br>AMERICAN EXPRESS COMPANY<br>WORLD FINANCIAL CENTER, 200 VESEY<br>NEW YORK, NY 10285 | Ý ST.   | Х             |           |         |       |  |  |
| Signatures  |         |               |           |         |       |  |  |
| D. Cummins on behalf of K. I.<br>Chenault   | 07/01/2 | 2011          |           |         |       |  |  |

<u>\*\*</u>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) Promised Fee Shares under the IBM Board of Directors Deferred Compensation and Equity Award Plan are paid out after retirement in the company's common stock or cash.
- (2) Deferral of fees into Promised Fee Shares under the terms of the IBM Board of Directors Deferred Compensation and Equity Award Plan.
- (3) Distribution of Promised Fee Shares under the IBM Board of Directors Deferred Compensation and Equity Award Plan is deferred until retirement.

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.