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INTERNATIONAL BUSINESS MACHINES CORP

Form 4

November 21, 2013

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box

OMB APPROVAL OMB 3235-0287 Number:

if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

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

SECURITIES

burden hours per response...

Expires:

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

Issuer

SANFORD LINDA S

INTERNATIONAL BUSINESS

(Check all applicable)

5. Relationship of Reporting Person(s) to

MACHINES CORP [IBM]

(Last)

(Middle) (First)

3. Date of Earliest Transaction

Director 10% Owner X_ Officer (give title Other (specify below)

IBM CORPORATION, 294 ROUTE

(Street)

100

Senior Vice President

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

11/20/2013

Symbol

X Form filed by One Reporting Person Form filed by More than One Reporting

SOMERS, NY 10589

| (City) | (State) | (Zip) Tak | ole I - Non- | Derivative | Secu | rities Acquir | red, 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. Transactic Code (Instr. 8) | omr Dispos (Instr. 3, | sed of | ` ′ | 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 | 11/20/2013 | | M | 50,053 | A | \$ 105.96 | 50,053 | D | |
| Common Stock | 11/20/2013 | | S | 1,785 | D | \$ 185 | 48,268 | D | |
| Common Stock | 11/20/2013 | | S | 1,800 | D | \$ 185.01 | 46,468 | D | |
| Common Stock | 11/20/2013 | | S | 860 | D | \$ 185.02 | 45,608 | D | |
| Common Stock | 11/20/2013 | | S | 2,500 | D | \$ 185.03 | 43,108 | D | |

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| Common Stock | 11/20/2013 | S | 1,100 | D | \$ 185.04 42,008 | D |
|-----------------|------------|---|-------|---|----------------------|---|
| Common Stock | 11/20/2013 | S | 140 | D | \$ 185.045 41,868 | D |
| Common Stock | 11/20/2013 | S | 2,160 | D | \$ 185.05 39,708 | D |
| Common Stock | 11/20/2013 | S | 2,000 | D | \$ 185.06 37,708 | D |
| Common Stock | 11/20/2013 | S | 1,100 | D | \$ 185.07 36,608 | D |
| Common Stock | 11/20/2013 | S | 1,800 | D | \$ 185.08 34,808 | D |
| Common Stock | 11/20/2013 | S | 2,770 | D | \$ 185.09 32,038 | D |
| Common Stock | 11/20/2013 | S | 1,300 | D | \$ 185.1 30,738 | D |
| Common Stock | 11/20/2013 | S | 1,300 | D | \$ 185.11 29,438 | D |
| Common Stock | 11/20/2013 | S | 2,680 | D | \$ 185.12 26,758 | D |
| Common Stock | 11/20/2013 | S | 2,100 | D | \$ 185.13 24,658 | D |
| Common Stock | 11/20/2013 | S | 500 | D | \$ 185.14 24,158 | D |
| Common Stock | 11/20/2013 | S | 1,300 | D | \$ 185.15 22,858 | D |
| Common Stock | 11/20/2013 | S | 400 | D | \$ 185.16 22,458 | D |
| Common Stock | 11/20/2013 | S | 4,700 | D | \$ 185.17 17,758 | D |

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

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 | TransactionDerivative | | 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 or Disposed of Security (D)

(Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable Expiration Title

Date

tle Amount

of Share

Number

Emp.

Stock
Option \$ 105.96 11/20/2013 M 50,053 02/24/2008(1) 02/23/2014 Common Stock 50,053

(right to buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SANFORD LINDA S IBM CORPORATION 294 ROUTE 100 SOMERS, NY 10589

Senior Vice President

Signatures

D. Cummins on behalf of L. S. Sanford 11/21/2013

**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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