

INTERNATIONAL BUSINESS MACHINES CORP

Form 4

August 13, 2008

**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 \*  
MOFFAT ROBERT W JR

(Last) (First) (Middle)

IBM CORPORATION, NEW ORCHARD ROAD

(Street)

ARMONK, NY 10504

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
08/12/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Senior Vice President

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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock	08/12/2008		S		6,700 D \$ 124.85	58,638.6738	D
Common Stock	08/12/2008		S		100 D \$ 124.855	58,538.6738	D
Common Stock	08/12/2008		S		2,442 D \$ 124.86	56,096.6738	D
Common Stock	08/12/2008		S		300 D \$ 124.865	55,796.6738	D
Common Stock	08/12/2008		S		800 D \$ 124.87	54,996.6738	D

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Common Stock	08/12/2008	S	2,200	D	\$ 124.87	52,796.6738	D
Common Stock	08/12/2008	S	400	D	\$ 124.89	52,396.6738	D
Common Stock	08/12/2008	S	400	D	\$ 124.89	51,996.6738	D
Common Stock	08/12/2008	S	3,427	D	\$ 124.9	48,569.6738	D
Common Stock	08/12/2008	S	552	D	\$ 124.91	48,017.6738	D
Common Stock	08/12/2008	S	1,000	D	\$ 124.91	47,017.6738	D
Common Stock	08/12/2008	S	900	D	\$ 124.915	46,117.6738	D
Common Stock	08/12/2008	S	100	D	\$ 124.92	46,017.6738	D
Common Stock	08/12/2008	S	200	D	\$ 124.92	45,817.6738	D
Common Stock	08/12/2008	S	2,044	D	\$ 124.93	43,773.6738	D
Common Stock	08/12/2008	S	600	D	\$ 124.935	43,173.6738	D
Common Stock	08/12/2008	S	200	D	\$ 124.9375	42,973.6738	D
Common Stock	08/12/2008	S	394	D	\$ 124.94	42,579.6738	D
Common Stock	08/12/2008	S	100	D	\$ 124.945	42,479.6738	D
Common Stock	08/12/2008	S	2,300	D	\$ 124.95	40,179.6738	D
Common Stock	08/12/2008	S	1,057	D	\$ 124.96	39,122.6738	D
Common Stock	08/12/2008	S	2,000	D	\$ 124.97	37,122.6738	D
Common Stock	08/12/2008	S	612	D	\$ 124.98	36,510.6738	D
Common Stock	08/12/2008	S	1,810	D	\$ 124.99	34,700.6738	D
Common Stock	08/12/2008	S	321	D	\$ 125	34,379.6738	D

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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)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOFFAT ROBERT W JR IBM CORPORATION NEW ORCHARD ROAD ARMONK, NY 10504			Senior Vice President	

## Signatures

D. Cummins for R. W. Moffat Jr. by  
power-of-attorney 08/13/2008

\*\*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).

### Remarks:

Additional sales 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.