Daniels Michael E Form 4 February 10, 2011

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** 

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

**SOMERS, NY 10589** 

(City)

Stock

1. Name and Address of Reporting Person \*

Daniels Michael E

2. Issuer Name and Ticker or Trading

Symbol

INTERNATIONAL BUSINESS MACHINES CORP [IBM]

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

(Zin)

02/09/2011

IBM CORPORATION, 294 ROUTE

(State)

100

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Director 10% Owner Other (specify X\_ Officer (give title

below)

Senior Vice President

6. Individual or Joint/Group Filing(Check

Applicable Line)

Transaction(s)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(I)

Person

(Elly) (State) (Elp)		Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ov						
	1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired (A)	5. Amount of	6.	7. Nature of
	Security	(Month/Day/Year)	Execution Date, if	Transactio	or Disposed of (D)	Securities	Ownership	Indirect
	(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Beneficial
			(Month/Day/Year)	(Instr. 8)		Owned Following	Direct (D)	Ownership
						Reported	or Indirect	(Instr 4)

(A)

or

		Code	V	Amount	or (D)	Price	(Instr. 3 and 4)	(Instr. 4)
Common Stock	02/09/2011	M		40,000	A	\$ 105.96	137,880.9668	D
Common	02/09/2011	S		300	D	\$ 164.1	137,580.9668	D

Common Stock	02/09/2011		S	2,100	D	\$ 164.11	135,480.9668	D
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Common 02/09/2011 S 4,600 130,880.9668 D 164.12 Stock

Common 02/09/2011 S 2,500 D 128,380.9668 D Stock

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Common Stock	02/09/2011	S	2,685	D	\$ 164.14	125,695.9668	D
Common Stock	02/09/2011	S	4,289	D	\$ 164.15	121,406.9668	D
Common Stock	02/09/2011	S	2,126	D	\$ 164.16	119,280.9668	D
Common Stock	02/09/2011	S	3,300	D	\$ 164.17	115,980.9668	D
Common Stock	02/09/2011	S	3,400	D	\$ 164.18	112,580.9668	D
Common Stock	02/09/2011	S	400	D	\$ 164.19	112,180.9668	D
Common Stock	02/09/2011	S	1,588	D	\$ 164.2	110,592.9668	D
Common Stock	02/09/2011	S	1,312	D	\$ 164.21	109,280.9668	D
Common Stock	02/09/2011	S	1,260	D	\$ 164.22	108,020.9668	D
Common Stock	02/09/2011	S	42	D	\$ 164.23	107,978.9668	D
Common Stock	02/09/2011	S	1,240	D	\$ 164.23	106,738.9668	D
Common Stock	02/09/2011	S	100	D	\$ 164.24	106,638.9668	D
Common Stock	02/09/2011	S	1,500	D	\$ 164.24	105,138.9668	D
Common Stock	02/09/2011	S	424	D	\$ 164.25	104,714.9668	D
Common Stock	02/09/2011	S	600	D	\$ 164.25	104,114.9668	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	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	Transactio	onDerivative	Expiration Date	<b>Underlying Securities</b>
	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

Title Amount

Number

of Share

Emp.

Stock
Option \$ 105.96 02/09/2011 M 40,000 02/24/2008(1) 02/23/2014 Common Stock

(right to

(right to buy)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Daniels Michael E IBM CORPORATION

294 ROUTE 100 Senior Vice President

**SOMERS, NY 10589** 

## **Signatures**

D. Cummins on behalf of M. E.
Daniels

\*\*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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