

IWATA JON C
Form 4
April 28, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
IWATA JON C

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)

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

IBM CORPORATION, ONE NEW ORCHARD ROAD

04/27/2011

Senior Vice President

(Street)

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

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

ARMONK, NY 10504

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

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	04/27/2011		M	A	3,780	\$ 92.12	41,259.8734 D
Common Stock	04/27/2011		M	A	28,462	\$ 101.33	69,721.8734 D
Common Stock	04/27/2011		M	A	31,494	\$ 105.96	101,215.8734 D
Common Stock	04/27/2011		S	D	100	\$ 169.965	101,115.8734 D
Common Stock	04/27/2011		S	D	800	\$ 169.97	100,315.8734 D

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Common Stock	04/27/2011	S	605	D	\$ 169.975	99,710.8734	D
Common Stock	04/27/2011	S	1,200	D	\$ 169.98	98,510.8734	D
Common Stock	04/27/2011	S	200	D	\$ 169.985	98,310.8734	D
Common Stock	04/27/2011	S	2,800	D	\$ 169.99	95,510.8734	D
Common Stock	04/27/2011	S	100	D	\$ 169.995	95,410.8734	D
Common Stock	04/27/2011	S	322	D	\$ 170	95,088.8734	D
Common Stock	04/27/2011	S	264	D	\$ 170.035	94,824.8734	D
Common Stock	04/27/2011	S	2,290	D	\$ 170.04	92,534.8734	D
Common Stock	04/27/2011	S	190	D	\$ 170.0401	92,344.8734	D
Common Stock	04/27/2011	S	107	D	\$ 170.045	92,237.8734	D
Common Stock	04/27/2011	S	3,300	D	\$ 170.05	88,937.8734	D
Common Stock	04/27/2011	S	987	D	\$ 170.055	87,950.8734	D
Common Stock	04/27/2011	S	2,925	D	\$ 170.06	85,025.8734	D
Common Stock	04/27/2011	S	230	D	\$ 170.065	84,795.8734	D
Common Stock	04/27/2011	S	2,988	D	\$ 170.07	81,807.8734	D

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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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