### PALMISANO SAMUEL J

Form 4

February 15, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

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

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)

1. Name and Address of Reporting Person \* PALMISANO SAMUEL J

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)

X\_ Officer (give title

10% Owner Other (specify

IBM CORPORATION, ONE NEW

02/14/2012

below) Chairman of the Board

ORCHARD ROAD

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

S

S

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

486,076.2007

482,016.2007

D

191.43

\_X\_ Director

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

ARMONK, NY 10504

02/14/2012

02/14/2012

Stock

Stock

Common

11111101111,111 10001			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. Securit or Dispos (Instr. 3, 4	ed 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	02/14/2012		S	6,120	D	\$ 191.4	501,855.2007	D		
Common Stock	02/14/2012		S	10,675	D	\$ 191.41	491,180.2007	D		
Common Stock	02/14/2012		S	2,159	D	\$ 191.42	489,021.2007	D		
Common	02/14/2012		C	2 0/15	D	\$	486 076 2007	D		

2,945

4,060

D

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Common Stock	02/14/2012	S	6,155	D	\$ 191.45	475,861.2007	D	
Common Stock	02/14/2012	S	8,042	D	\$ 191.46	467,819.2007	D	
Common Stock	02/14/2012	S	3,851	D	\$ 191.47	463,968.2007	D	
Common Stock	02/14/2012	S	1,844	D	\$ 191.48	462,124.2007	D	
Common Stock	02/14/2012	S	3,223	D	\$ 191.49	458,901.2007	D	
Common Stock	02/14/2012	S	4,550	D	\$ 191.5	454,351.2007	D	
Common Stock	02/14/2012	S	1,100	D	\$ 191.51	453,251.2007	D	
Common Stock	02/14/2012	S	3,653	D	\$ 191.52	449,598.2007	D	
Common Stock	02/14/2012	S	2,678	D	\$ 191.53	446,920.2007	D	
Common Stock	02/14/2012	S	1,900	D	\$ 191.54	445,020.2007	D	
Common Stock	02/14/2012	S	5,428	D	\$ 191.55	439,592.2007	D	
Common Stock	02/14/2012	S	2,420	D	\$ 191.56	437,172.2007	D	
Common Stock	02/14/2012	S	1,299	D	\$ 191.57	435,873.2007	D	
Common Stock	02/14/2012	S	200	D	\$ 191.58	435,673.2007	D	
Common Stock	02/14/2012	S	1,500	D	\$ 191.59	434,173.2007	D	
Common Stock						706	I (1)	daughter
Common Stock						260,693	I (1)	spouse

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

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				~	<del></del>				of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
PALMISANO SAMUEL J IBM CORPORATION ONE NEW ORCHARD ROAD ARMONK, NY 10504	X		Chairman of the Board					

## **Signatures**

D. Cummins on behalf of S. J. Palmisano 02/15/2012

\*\*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) The reporting person disclaims beneficial ownership of the securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

#### 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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