

Shaughnessy Timothy S
 Form 4
 August 17, 2012

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 *
 Shaughnessy Timothy S

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, 294 ROUTE 100

08/16/2012

Senior Vice President

(Street)

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

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

SOMERS, NY 10589

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)
			Code	V	Amount or Price		
Common Stock	08/16/2012		M		5,533 A \$ 82.76	19,556.978	D
Common Stock	08/16/2012		M		2,073 A \$ 92.12	21,629.978	D
Common Stock	08/16/2012		M		5,827 A \$ 102.8	27,456.978	D
Common Stock	08/16/2012		S		2,759 D \$ 200.83	24,697.978	D
Common Stock	08/16/2012		S		5,500 D \$ 200.84	19,197.978	D

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Common Stock	08/16/2012	S	1,000	D	\$ 200.85	18,197.978	D	
Common Stock	08/16/2012	S	300	D	\$ 200.86	17,897.978	D	
Common Stock	08/16/2012	S	723	D	\$ 200.87	17,174.978	D	
Common Stock	08/16/2012	S	3,051	D	\$ 200.88	14,123.978	D	
Common Stock	08/16/2012	S	100	D	\$ 201	14,023.978	D	
Common Stock						2,257.783	I ⁽¹⁾	spouse

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Emp. Stock Option (right to buy)	\$ 92.12	08/16/2012		M	2,073	03/08/2008 ⁽²⁾	03/07/2015	Common Stock	2,073
Emp. Stock Option (right to buy)	\$ 82.76	08/16/2012		M	5,533	05/08/2009 ⁽²⁾	05/07/2016	Common Stock	5,533
Emp. Stock	\$ 102.8	08/16/2012		M	5,827	05/08/2010 ⁽²⁾	05/07/2017	Common Stock	5,827

