

INTERNATIONAL BUSINESS MACHINES CORP  
 Form 4  
 May 19, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 MACDONALD J RANDALL

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

05/18/2010

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/18/2010		S		171	D	\$ 130.444
					86,918.086	D	
Common Stock	05/18/2010		S		1,100	D	\$ 130.448
					85,818.086	D	
Common Stock	05/18/2010		S		100	D	\$ 130.45
					85,718.086	D	
Common Stock	05/18/2010		S		100	D	\$ 130.4504
					85,618.086	D	
Common Stock	05/18/2010		S		100	D	\$ 130.462
					85,518.086	D	

Edgar Filing: INTERNATIONAL BUSINESS MACHINES CORP - Form 4

Common Stock	05/18/2010	S	1,000	D	\$ 130.491	84,518.086	D
Common Stock	05/18/2010	S	100	D	\$ 130.492	84,418.086	D
Common Stock	05/18/2010	S	7,315	D	\$ 130.58	77,103.086	D
Common Stock	05/18/2010	S	1,200	D	\$ 130.59	75,903.086	D
Common Stock	05/18/2010	S	900	D	\$ 130.6	75,003.086	D
Common Stock	05/18/2010	S	3,223	D	\$ 130.61	71,780.086	D
Common Stock	05/18/2010	S	13,087	D	\$ 130.62	58,693.086	D
Common Stock	05/18/2010	S	5,600	D	\$ 130.63	53,093.086	D
Common Stock	05/18/2010	S	200	D	\$ 130.639	52,893.086	D
Common Stock	05/18/2010	S	1,515	D	\$ 130.64	51,378.086	D
Common Stock	05/18/2010	S	900	D	\$ 130.645	50,478.086	D
Common Stock	05/18/2010	S	1,668	D	\$ 130.65	48,810.086	D
Common Stock	05/18/2010	S	1,440	D	\$ 130.66	47,370.086	D
Common Stock	05/18/2010	S	1,500	D	\$ 130.67	45,870.086	D
Common Stock	05/18/2010	S	1,397	D	\$ 130.68	44,473.086	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
--------------------------------------------	------------------------------------	--------------------------------------	----------------------------------------------------	--------------------------------	-------------------------	----------------------------------------------------------	----------------------------------------------	--------------------------------------------	------------------------

Derivative Security		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3 and 4)						
	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
MACDONALD J RANDALL IBM CORPORATION ONE NEW ORCHARD ROAD ARMONK, NY 10504			Senior Vice President	

## Signatures

D. Cummins on behalf of J. R. MacDonald	05/19/2010
____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 transactions are 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.