OWENS JAMES W Form 4 January 02, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

Estimated average burden hours per

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **OWENS JAMES W**

2. Issuer Name and Ticker or Trading Symbol

Issuer

INTERNATIONAL BUSINESS MACHINES CORP [IBM]

(Month/Day/Year)

12/29/2017

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

Director Officer (give title below)

10% Owner Other (specify

C/O SECRETARY'S OFFICE, IBM CORPORATION, NEW ORCHARD ROAD

(Street)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

ARMONK, NY 10504

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

Code V Amount (D) Price

(Instr. 3 and 4)

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)

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2.	3. Transaction Date	3A. Deemed	4. 5. Number		6. Date Exercisable and		7. Title and Amount of		8. Price	
Conversion (Month/Day/Year) Execution Date, if Trans			Transact	actionof		Expiration Date		Underlying Securities		Derivati
ity or Exercise any		Code	Deri	vative	(Month/Day/Year)		(Instr. 3 and 4)		Security	
Price of		(Month/Day/Year)	(Instr. 8)) Secu	rities					(Instr. 5
Derivative				Acqu	iired					
Security				(A) (or					
•				Disp	osed					
				(Inst	r. 3, 4,					
				,						
			Code V	I (A)	(D)	Data	Evniration	Title	Amount	
			Code	(A)	(D)		*	Title		
						Exercisable	Date			
									Shares	
\$ 0 (1)	12/29/2017		A(2)	489)	(3)	(3)	Common Stock	489	\$ 153.
	Conversion or Exercise Price of Derivative Security	Conversion (Month/Day/Year) or Exercise Price of Derivative Security \$ 0 (1) 12/29/2017	Conversion or Exercise Price of Derivative Security Society Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year)	Conversion (Month/Day/Year) Execution Date, if or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security Code V	Conversion or Exercise any Code Derivative Security Execution Date, if any Code Derivative Security Execution Date, if any Code Derivative Security Execution Date, if Code Derivative (Month/Day/Year) (Instr. 8) Security Security Capaborate Security (A) or Disproof (Instr. and Security Code V (A)	Conversion (Month/Day/Year) or Exercise any Code Derivative Price of (Month/Day/Year) (Instr. 8) Securities Derivative Security (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D)	Conversion or Exercise Price of Derivative Security Execution Date, if any Code Derivative (Month/Day/Year) (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Exercisable \$0 (1) 12/29/2017 A(2) 489 (3)	Conversion or Exercise any Code Derivative Price of Derivative Security Code Derivative Security Execution Date, if any Code Derivative (Month/Day/Year) (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Exercisable Date \$ 0 (1) 12/29/2017 A (2) 489 (3) (3)	Conversion or Exercise any Code Derivative or Expiration Date any (Month/Day/Year) (Instr. 3) and Price of Derivative Security (Month/Day/Year) (Instr. 3) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Exercisable Date \$0 (1) 12/29/2017 A(2) 489 (3) (3) Common	Conversion or Exercise or Exercise Price of Derivative Security Execution Date, if any (Month/Day/Year) (Instr. 8) Securities Observative Security Code Derivative (Month/Day/Year) (Instr. 3 and 4) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date South Date or Number of Shares South Date Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

OWENS JAMES W C/O SECRETARY'S OFFICE, IBM CORPORATION NEW ORCHARD ROAD ARMONK, NY 10504

Signatures

A. Gomes da Silva on behalf of J. W. Owens

01/02/2018

**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) Promised Fee Shares under the IBM Board of Directors Deferred Compensation and Equity Award Plan are paid out after retirement in the company's common stock or cash.
- (2) Deferral of fees into Promised Fee Shares under the terms of the IBM Board of Directors Deferred Compensation and Equity Award Plan.
- (3) Distribution of Promised Fee Shares under the IBM Board of Directors Deferred Compensation and Equity Award Plan is deferred until retirement.

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.

Reporting Owners 2