

INTERNATIONAL BUSINESS MACHINES CORP

Form 3

November 12, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â JETTER MARTIN
 (Last) (First) (Middle)

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

(Street)

ARMONK,Â NYÂ 10504

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 11/03/2014

3. Issuer Name and Ticker or Trading Symbol

INTERNATIONAL BUSINESS MACHINES CORP
 [IBM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Senior Vice President

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 538 | D | Â |
| Common Stock | 238.954 | I ⁽¹⁾ | spouse |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Rst. Stock Unit | Â (2) | Â (2) | Common Stock | 8,772 | \$ 0 | D | Â |
| Rst. Stock Unit | Â (3) | Â (3) | Common Stock | 5,000 | \$ 0 | D | Â |
| Rst. Stock Unit | Â (4) | Â (4) | Common Stock | 10,583 | \$ 0 | D | Â |
| Rst. Stock Unit | Â (5) | Â (5) | Common Stock | 99 | \$ 0 | I (1) | spouse |
| Rst. Stock Unit | Â (6) | Â (6) | Common Stock | 139 | \$ 0 | I (1) | spouse |
| Rst. Stock Unit | Â (7) | Â (7) | Common Stock | 197 | \$ 0 | I (1) | spouse |
| Rst. Stock Unit | Â (8) | Â (8) | Common Stock | 445 | \$ 0 | I (1) | spouse |
| Rst. Stock Unit | Â (9) | Â (9) | Common Stock | 9,459 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| JETTER MARTIN IBM CORPORATION, C/O SECRETARY'S OFFICE NEW ORCHARD ROAD ARMONK, NY 10504 | Â | Â | Â Senior Vice President | Â |

Signatures

D. Cummins on behalf of M.
Jetter 11/12/2014

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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.
- (2) These units are payable in cash or the company's common stock upon lapse of the restrictions on December 21, 2014.

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- (3) These units are payable in cash or the company's common stock upon lapse of the restrictions on April 1, 2017.
- (4) These units are payable in cash or the company's common stock upon lapse of the restrictions on December 17, 2018.
- (5) These units are payable in cash or the company's common stock upon lapse of the restrictions on June 8, 2015.
- (6) Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 68 of these units on June 8, 2015 and the restrictions lapse for the remaining 71 of these units on June 8, 2016.
- (7) Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 65 of these units on June 7, 2015, for 65 of these units on June 7, 2016 and the restrictions lapse for the remaining 67 of these units on June 7, 2017.
Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 111 of these units on June 9, 2015, for 111 of these units on June 9, 2016, for 111 of these units on June 9, 2017 and the restrictions lapse for the remaining 112 of these units on June 9, 2018.
- (9) These units have been deferred and are payable in the company's common stock upon lapse of restriction after 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.