

INTERNATIONAL BUSINESS MACHINES CORP  
 Form 4  
 June 09, 2016

**FORM 4**

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

OMB APPROVAL

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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 \*  
**JETTER MARTIN**

2. Issuer Name and Ticker or Trading Symbol  
**INTERNATIONAL BUSINESS MACHINES CORP [IBM]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Senior Vice President**

(Last) (First) (Middle)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**06/07/2016**

4. 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

**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 (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	(A) or (D)	Price			
Common Stock	06/07/2016		M		65	A	\$ 0	536.71	I <sup>(1)</sup>	spouse
Common Stock	06/07/2016		F		29	D	\$ 153.305	507.71	I <sup>(1)</sup>	spouse
Common Stock	06/08/2016		M		71	A	\$ 0	578.71	I <sup>(1)</sup>	spouse
Common Stock	06/08/2016		M		129	A	\$ 0	707.71	I <sup>(1)</sup>	spouse
	06/08/2016		F		32	D	\$ 153.57	675.71	I <sup>(1)</sup>	spouse

Common Stock									
Common Stock	06/08/2016		F	58	D	\$ 153.57	617.71	I <sup>(1)</sup>	spouse
Common Stock							4,098.4136	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.**

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(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 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)	8. Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Rst. Stock Unit	\$ 0 <sup>(2)</sup>	06/07/2016		M <sup>(3)</sup>	65	<sup>(2)</sup> <sup>(2)</sup>	Common Stock	65
Rst. Stock Unit	\$ 0 <sup>(2)</sup>	06/08/2016		M <sup>(3)</sup>	71	<sup>(2)</sup> <sup>(2)</sup>	Common Stock	71
Rst. Stock Unit	\$ 0 <sup>(2)</sup>	06/08/2016		M <sup>(3)</sup>	129	<sup>(2)</sup> <sup>(2)</sup>	Common Stock	129
Rst. Stock Unit	\$ 0 <sup>(4)</sup>	06/08/2016		A <sup>(4)</sup>	10,863	<sup>(4)</sup> <sup>(4)</sup>	Common Stock	10,863
Rst. Stock Unit	\$ 0 <sup>(5)</sup>	06/08/2016		A <sup>(5)</sup>	621	<sup>(5)</sup> <sup>(5)</sup>	Common Stock	621

## 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

Senior Vice President

## Signatures

M. Clemens on behalf of M.

Jetter

06/09/2016

\_\_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.
- (2) These units were payable in cash or the company's common stock upon the lapse of the restrictions on the transaction date shown.
- (3) Release of restricted stock units.
- (4) Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 2,715 of these units on 06/08/2017, 2,715 of these units on 06/08/2018, 2,715 of these units on 06/08/2019, and 2,718 of these units on 06/08/2020.
- (5) Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 155 of these units on 06/08/2017, 155 of these units on 06/08/2018, 155 of these units on 06/08/2019, and 156 of these units on 06/08/2020.

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.