

LOUGHRIDGE MARK
Form 4
February 08, 2010

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 *
LOUGHRIDGE MARK

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)
Sr. VP and CFO

IBM CORPORATION, ONE NEW ORCHARD ROAD

(Street)

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	02/05/2010		M			20,000	A	\$ 94.47	97,350.508	D	
Common Stock	02/05/2010		M			28,462	A	\$ 97.59	125,812.508	D	
Common Stock	02/05/2010		M			28,232	A	\$ 105.96	154,044.508	D	
Common Stock	02/05/2010		S			600	D	\$ 123	153,444.508	D	
Common Stock	02/05/2010		S			434	D	\$ 123.01	153,010.508	D	

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Common Stock	02/05/2010	S	900	D	\$ 123.02	152,110.508	D
Common Stock	02/05/2010	S	2,500	D	\$ 123.03	149,610.508	D
Common Stock	02/05/2010	S	900	D	\$ 123.04	148,710.508	D
Common Stock	02/05/2010	S	500	D	\$ 123.05	148,210.508	D
Common Stock	02/05/2010	S	700	D	\$ 123.06	147,510.508	D
Common Stock	02/05/2010	S	2,700	D	\$ 123.07	144,810.508	D
Common Stock	02/05/2010	S	2,200	D	\$ 123.08	142,610.508	D
Common Stock	02/05/2010	S	1,300	D	\$ 123.09	141,310.508	D
Common Stock	02/05/2010	S	4,700	D	\$ 123.1	136,610.508	D
Common Stock	02/05/2010	S	4,205	D	\$ 123.11	132,405.508	D
Common Stock	02/05/2010	S	2,400	D	\$ 123.12	130,005.508	D
Common Stock	02/05/2010	S	4,240	D	\$ 123.13	125,765.508	D
Common Stock	02/05/2010	S	3,409	D	\$ 123.14	122,356.508	D
Common Stock	02/05/2010	S	1,000	D	\$ 123.15	121,356.508	D
Common Stock	02/05/2010	S	1,400	D	\$ 123.16	119,956.508	D

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

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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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Emp. Stock Option (right to buy)	\$ 97.59	02/05/2010	M	28,462	02/26/2006 ⁽¹⁾	02/25/2012	Common Stock	28,462
Emp. Stock Option (right to buy)	\$ 105.96	02/05/2010	M	28,232	02/24/2008 ⁽¹⁾	02/23/2014	Common Stock	28,232
Emp. Stock Option (right to buy)	\$ 94.47	02/05/2010	M	20,000	07/27/2008 ⁽¹⁾	07/26/2014	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOUGHRIDGE MARK IBM CORPORATION ONE NEW ORCHARD ROAD ARMONK, NY 10504			Sr. VP and CFO	

Signatures

D. Cummins on behalf of M. Loughridge
 02/08/2010
**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).
- (1) This grant vested in four equal annual installments; the last installment vested on the date shown above.

Remarks:

Additional transactions will be 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.