## Edgar Filing: INTERNATIONAL BUSINESS MACHINES CORP - Form 4

	OMB A	PPROVAL		
S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES				
				e Act of 1934, 1935 or Section 0
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
X Director Officer (give ti below)		6 Owner er (specify		
6. Individual or Joint/Group Filing(Check Applicable Line)				
uired, Disposed of,	or Beneficial	lly Owned		
ecurities For eneficially (D wned (I)	orm: Direct ) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
	Act of 1934, 1935 or Section 0 5. Relationship of H Issuer (Check Officer (give ti below) 6. Individual or Joi Applicable Line) Officer (give ti below) 6. Individual or Joi Applicable Line) 	NERSHIP OF       Expires:         Estimated a burden houresponse       Estimated a burden houresponse         e Act of 1934, 1935 or Section       0         5. Relationship of Reporting Person       (Check all applicable		

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.

 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. Transacti Code (Instr. 8)	5. Number or of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D	. Date Exercisable and Expiration Date Month/Day/Year) 7. Title and Amou Underlying Securi (Instr. 3 and 4)		Securities	8. Price Derivati Security (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Promised Fee Share	\$ 0 <u>(1)</u>	06/30/2011		A <u>(2)</u>	394	(3)	(3)	Common Stock	394	\$ 171.5

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## **Reporting Owners**

Reporting Owner Name / Address		Relationships				
		Director	10% Owner	Officer	Other	
ZAMBRANO LORENZO H CEMEX, AVE. RICARDO MARGAIN ZOZA COL. VALLE DEL CAMPESTRE, SAN PEDR GARZA GARCIA, N. L. 66265 Mexico		X				
Signatures						
D. Cummins on behalf of L. H. Zambrano	07/01/201	l				
**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.