

INTERNATIONAL BUSINESS MACHINES CORP  
 Form 3  
 January 02, 2015

**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)

<p>1. Name and Address of Reporting Person *</p> <p>Â BROWDY MICHELLE H</p> <p>(Last) (First) (Middle)</p> <p>IBM CORPORATION,Â ONE NEW ORCHARD ROAD</p> <p>(Street)</p> <p>ARMONK,Â NYÂ 10504</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2015</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>INTERNATIONAL BUSINESS MACHINES CORP [IBM]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other                  (give title below) (specify below)                  Senior Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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	15,566.321	D	Â

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)**

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) Title	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Rst. Stock Unit	Â (1)	Â (1)	Common Stock	1,600	\$ 0	D	Â
Rst. Stock Unit	Â (2)	Â (2)	Common Stock	327	\$ 0	D	Â
Rst. Stock Unit	Â (3)	Â (3)	Common Stock	720	\$ 0	D	Â
Rst. Stock Unit	Â (4)	Â (4)	Common Stock	3,713	\$ 0	D	Â
Rst. Stock Unit	Â (5)	Â (5)	Common Stock	1,028	\$ 0	D	Â
Rst. Stock Unit	Â (6)	Â (6)	Common Stock	3,969	\$ 0	D	Â
Rst. Stock Unit	Â (7)	Â (7)	Common Stock	1,528	\$ 0	D	Â
Rst. Stock Unit	Â (8)	Â (8)	Common Stock	7,813	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWDY MICHELLE H IBM CORPORATION ONE NEW ORCHARD ROAD ARMONK, NY 10504	Â	Â	Â Senior Vice President	Â

## Signatures

D. Cummins on behalf of M. H. Browdy  
 01/02/2015  
 \_\_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) These units are payable in cash or the company's common stock upon lapse of the restrictions on December 22, 2015.
- (2) These units are payable in cash or the company's common stock upon lapse of the restrictions on June 8, 2015.
- (3) Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 359 of these units on June 8, 2015 and the restrictions lapse for the remaining 361 of these units on June 8, 2016.
- (4) These units are payable in cash or the company's common stock upon lapse of the restrictions on December 18, 2017.
- (5)

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Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 342 of these units on June 7, 2015, for 342 units on June 7, 2016 and the restrictions lapse for the remaining 344 of these units on June 7, 2017.

- (6) These units are payable in cash or the company's common stock upon lapse of the restrictions on December 17, 2018.

Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 382 of these units on June 9, 2015, for 382 units on June 9, 2016, for 382 of these units on June 9, 2017 and the restrictions lapse for the remaining 382 of these units on June 9, 2018.

- (8) These units are payable in cash or the company's common stock upon lapse of the restrictions on December 22, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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