Edgar Filing: Adkins Rodney C - Form 4

| Adkins Rodney Form 4 | r C | | | | | | | | |
|---|---|---------------|------------|--------------------|--|---|--|--|---|
| May 09, 2013 | UNITED | STATES | | | AND EX 1, D.C. 2(| | E COMMISSIO | | APPROVAL 3235-0287 |
| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Check this box if no longer subject to SECURITIES SECURITIES SECURITIES SECURITIES SECURITIES SECURITIES SECURITIES SECURITIES SECURITIES SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b). Securities Exchange Act of 1940 | | | | | | | | | |
| (Print or Type Resp | | D * | | | | | 5 5 1 | | |
| 1. Name and Adda Adkins Rodney | 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) IBM CORPOR ORCHARD R | 3. Date of Earliest Transaction (Month/Day/Year) 05/08/2013 | | | - | Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President | | | | |
| (Street) 4. If Amendment, Da Filed(Month/Day/Year ARMONK, NY 10504 | | | | - | al | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Tab | ole I - Non- | Derivative | Securities A | Acquired, Disposed | of, or Beneficia | ally Owned |
| | Transaction Date onth/Day/Year) | Execution any | Date, if | Code (Instr. 8) | 4. Securit onAcquired Disposed (Instr. 3, Amount | (A) or of (D) | 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) |
| Reminder: Report | on a separate line | for each cla | ass of sec | urities bene | eficially ow | ned directly | or indirectly. | | |
| · | · | | | | Perso inforr requi | ons who re nation con red to resp ays a curre | spond to the colle tained in this form ond unless the fo ntly valid OMB co | n are not rm | SEC 1474 (9-02) |
| | Tab | | | | | sposed of, or convertible | Beneficially Owned securities) | 1 | |

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exercisable and | 7. Title and Amount of | 8. Price of |
|-------------|------------|---------------------|--------------------|------------|--------|-------------------------|------------------------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | Number | Expiration Date | Underlying Securities | Derivative |

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| Security (Instr. 3) | or Exercise Price of Derivative Security | | any (Month/Day/Year) | Code (Instr. 8) | of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Year) | (Instr. 3 and 4 | 4) | Security (Instr. 5) |
|--------------------------|---|------------|-------------------------|--------------------|---|---------------------|--------------------|-----------------|--|------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Phantom Stock Unit | \$ 0 <u>(1)</u> | 05/08/2013 | | A <u>(2)</u> | 62 | (3) | (3) | Common Stock | 62 | \$ 0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|------------|-----------------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| Adkins Rodney C IBM CORPORATION ONE NEW ORCHARD ROAD ARMONK, NY 10504 | | | Senior Vice President | | | | |
| Signatures | | | | | | | |
| D. Cummins on behalf of R. C. Adkins | | 05/09/2013 | | | | | |

<u>**</u>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) Phantom stock units convert to the cash value of the company's common stock on a one-for-one basis.
- (2) Acquisition of phantom stock units under the IBM Excess 401(k) Plus Plan.
- (3) Distribution of phantom stock units under the IBM Excess 401(k) Plus Plan is deferred until separation from the company. The reporting person may transfer these phantom stock units into an alternative investment account under such plan.

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.