Edgar Filing: INTERNATIONAL BUSINESS MACHINES CORP - Form 4

INTERNATIONAL BUSINESS MACHINES CORP

Form 4

January 02, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

OMB APPROVAL

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

INTERNATIONAL BUSINESS

MACHINES CORP [IBM]

3. Date of Earliest Transaction

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person *

BLACK CATHLEEN

(First) (Middle)

THE HEARST CORPORATION, 300 WEST 57TH

STREET

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Month/Day/Year)

12/31/2008

Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

X_ Director 10% Owner

Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10019

(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year)

(State)

Execution Date, if (Month/Day/Year)

Code (Instr. 8)

3.

4. Securities TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

(A)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. N	lumber	6. Date Exe	cisable and	7. Title and .	Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactionof			Expiration Date		Underlying Securities		Derivati
Security	or Exercise		any	Code	Der	ivative	(Month/Day	/Year)	(Instr. 3 and	4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Sec	urities					(Instr. 5
	Derivative				Acc	uired					
	Security				(A)	or					
					Dis	posed					
					of (D)					
					(Ins	tr. 3, 4,					
					and	5)					
				Code '	V (A) (D)	Date	Expiration	Title	Amount	
						, ()	Exercisable	*		or	
							2.1010104010	24.0		Number	
										of	
										Shares	
Promised	\$ 0 (1)	12/21/2009		A (2)	71	7	(3)	(3)	Common	717	¢ 0.4.1
Fee Share	\$ U (1)	12/31/2008		$A^{(2)}$	71	/	(3)	(3)	Stock	717	\$ 84.2

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 9	Director	10% Owner	Officer	Other			
BLACK CATHLEEN THE HEARST CORPORATION 300 WEST 57TH STREET NEW YORK, NY 10019	X						

Signatures

D. Cummins for C. Black by power-of-attorney

01/02/2009

Date

**Signature of Reporting Person

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.

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