Edgar Filing: KELLY JOHN E III - Form 4

KELLY JOI Form 4	HN E III										
February 03	, 2009										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMIS Washington, D.C. 20549							OMMISSION	OMB APPROVAL OMB 3235-028 Number:			
Check this box if no longer subject toSection 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESStratement of Changes in the securities of the securiti								Expires:January 31, 2005Estimated average burden hours per response0.5			
(Print or Type	Responses)										
KELLY JOHN E III Symbol INTER			ol ERNATI	er Name and Ticker or Trading RNATIONAL BUSINESS HINES CORP [IBM]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) IBM CORF 218	(First) (N PORATION, P.O.	(Mon	e of Earlie th/Day/Yea 1/2009		ransaction			Director X Officer (give below) Senior		Owner r (specify t	
	(Street)		Amendmen Month/Day,		ate Original			6. Individual or Joi Applicable Line) _X_ Form filed by O	ne Reporting Per	son	
YORKTOW	VN HEIGHTS, N	Y 10598						Form filed by M Person	ore than One Rej	porting	
(City)	(State)	(Zip)	able I - N	on-I	Derivative S	Securi	ties Acqu	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3) 2. Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)				3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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)	
Common Stock	01/28/2009		Code G	v V	Amount 488	(D) D	Price \$ 0	40,366.0901	D		
Common Stock	01/28/2009		G	v	2,271	D	\$0	38,095.0901	D		
Common Stock	02/01/2009		A <u>(1)</u>		21,563	А	\$0	59,658.0901	D		
Common	02/01/2009		F		8,401	D	\$	51,257.0901	D		

92.36

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

Stock

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 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)	4. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
KELLY JOHN E III IBM CORPORATION P.O. BOX 218 YORKTOWN HEIGHTS, NY 10598			Senior Vice President					
Signatures								
D. Cummins for J. E. Kelly III by power-of-attorney		0)2/03/2009					
**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) These shares result from performance share units which vested at the end of the performance period (2006-2008) and were payable in cash or the company's common stock on the transaction date shown.

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.