

LOUGHRIDGE MARK

Form 4

October 29, 2009

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person \*  
**LOUGHRIDGE MARK**

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) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

**IBM CORPORATION, ONE NEW ORCHARD ROAD**

**10/28/2009**

**Sr. VP and CFO**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**ARMONK, NY 10504**

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/28/2009		M		968	A	\$ 103.25
Common Stock	10/28/2009		M		21,532	A	\$ 103.25
Common Stock	10/28/2009		M		955	A	\$ 104.71
Common Stock	10/28/2009		M		23,545	A	\$ 104.71
Common Stock	10/28/2009		S		335	D	\$ 120.68

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Common Stock	10/28/2009	S	640	D	\$ 120.69	103,030.784	D
Common Stock	10/28/2009	S	15,180	D	\$ 120.7	87,850.784	D
Common Stock	10/28/2009	S	600	D	\$ 120.705	87,250.784	D
Common Stock	10/28/2009	S	6,136	D	\$ 120.71	81,114.784	D
Common Stock	10/28/2009	S	1,000	D	\$ 120.715	80,114.784	D
Common Stock	10/28/2009	S	1,231	D	\$ 120.72	78,883.784	D
Common Stock	10/28/2009	S	834	D	\$ 120.725	78,049.784	D
Common Stock	10/28/2009	S	3,236	D	\$ 120.73	74,813.784	D
Common Stock	10/28/2009	S	1,000	D	\$ 120.735	73,813.784	D
Common Stock	10/28/2009	S	200	D	\$ 120.7375	73,613.784	D
Common Stock	10/28/2009	S	2,511	D	\$ 120.74	71,102.784	D
Common Stock	10/28/2009	S	436	D	\$ 120.745	70,666.784	D
Common Stock	10/28/2009	S	1,188	D	\$ 120.755	69,478.784	D
Common Stock	10/28/2009	S	2,642	D	\$ 120.76	66,836.784	D
Common Stock	10/28/2009	S	100	D	\$ 120.765	66,736.784	D

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

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(9-02)

**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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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**Remarks:**

Additional sales will be shown on a subsequent Form 4.

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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