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INTERNATIONAL BUSINESS MACHINES CORP

Form 4

November 01, 2016

FORM	1 4							PPROVAL		
_	Washington, D.C. 20549						OMB Number:	3235-0287		
if no long	Check this box if no longer subject to Section 16. Form 4 or STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31, 2005		
Section 1 Form 4 c								average urs per		
Form 5 obligatio may confined See Instruction 1(b).	Section 17((a) of the	Public U	Itility Hol		hange Act of 1934, act of 1935 or Section f 1940	on			
(Print or Type l	Responses)									
1. Name and A Rhodin Mic	Address of Reporting chael D.	Person *	Symbol INTER	NATION	d Ticker or Trading NAL BUSINESS ORP [IBM]	5. Relationship of Issuer (Che	of Reporting Per			
(Last) (First) (Middle) IBM CORPORATION, ONE NEW				of Earliest T Day/Year) 2016	ransaction	below)	Officer (give title Other (specify			
ORCHARD	ROAD									
		endment, D onth/Day/Yea	Pate Original ar)	Applicable Line) _X_ Form filed by	_X_ Form filed by One Reporting Person					
ARMONK,	NY 10504					Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative Securitie	s Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8)	4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Securities Beneficially Owned	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 class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Transaction(s)

(Instr. 3 and 4)

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

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	TransactionNumber	Expiration Date	Underlying Securities	Derivative

(A)

or

Code V Amount (D) Price

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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,	e s		(Instr. 3 and 4)		Security (Instr. 5)
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit	\$ 0 (1)	10/31/2016		A(2)	11	(3)	(3)	Common Stock	11	\$ 153.69

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

Rhodin Michael D.

IBM CORPORATION
ONE NEW ORCHARD ROAD
ARMONK, NY 10504

Senior
Vice
President

Signatures

A. Gomes da Silva on behalf of M. D. Rhodin

**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.

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