

KAVANAUGH JAMES J
Form 4
June 12, 2018

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KAVANAUGH JAMES J

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)
IBM CORPORATION, NEW
ORCHARD ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/08/2018

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
Sr. VP and CFO

ARMONK, NY 10504

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

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)

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	06/08/2018		M		2,000	A	\$ 0	46,488.7043 D
Common Stock	06/08/2018		F		970	D	\$ 145.405	45,518.7043 D
Common Stock	06/08/2018		M		2,112	A	\$ 0	47,630.7043 D
Common Stock	06/08/2018		F		1,024	D	\$ 145.405	46,606.7043 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 Derivative Security	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) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Rst. Stock Unit	\$ 0 <u>(1)</u>	06/08/2018		A <u>(1)</u>		11,485		<u>(1)</u>	<u>(1)</u>	Common Stock	11,485
Rst. Stock Unit	\$ 0 <u>(2)</u>	06/08/2018		M <u>(3)</u>		2,000		<u>(2)</u>	<u>(2)</u>	Common Stock	2,000
Rst. Stock Unit	\$ 0 <u>(2)</u>	06/08/2018		M <u>(3)</u>		2,112		<u>(2)</u>	<u>(2)</u>	Common Stock	2,112

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KAVANAUGH JAMES J IBM CORPORATION NEW ORCHARD ROAD ARMONK, NY 10504	Sr. VP and CFO

Signatures

A. Gomes da Silva on behalf of J. J. Kavanaugh
06/12/2018
**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) Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 2,871 of these units on 06/08/2019, 2,871 of these units on 06/08/2020, 2,871 of these units on 06/08/2021, and 2,872 of these units on 06/08/2022.
- (2) These units were payable in cash or the company's common stock upon the lapse of the restrictions on the transaction date shown.

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(3) Release of restricted stock units.

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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