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INTERNATIONAL BUSINESS MACHINES CORP

Form 8-K

May 09, 2002

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 9,
2002.

INTERNATIONAL BUSINESS MACHINES CORPORATION

(Exact name of registrant as specified in its charter)

New York	1-2360	13-0871985
(State of Incorporation)	(Commission File	(I.R.S. Employer
Armonk, New York	Number)	Identification No.)
	10504	

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 914-499-1900

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Item 7. Financial Information, Pro Forma Financial Information and Exhibits.

This Current Report on Form 8-K is being filed to incorporate by reference into Registration Statement No. 333-37034 on Form S-3, effective June 20, 2000, the documents included as Exhibits 1 and 2 hereto, relating to (Y)100,000,000,000 aggregate principal amount of debt securities of the Registrant.

The following exhibits are hereby filed with this report:

Exhibit Number	Description
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(1)	Underwriting Agreement dated April 26, 2002, among International Business Machines Corporation, Salomon Brothers International Limited, Tokyo-Mitsubishi International plc, Credit Suisse First Boston (Europe) Limited, Daiwa Securities SMBC Europe Limited, Deutsche Bank AG London, J.P. Morgan Securities Ltd., Merrill Lynch International, Mizuho International plc, Morgan Stanley & Co. International Limited, Nomura International plc, UBS AG, acting through its business group UBS Warburg.

(2) Form of 0.40% Note due 2004.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTERNATIONAL BUSINESS MACHINES CORPORATION

(Registrant)

By: /s/ Cassio A. Calil

Name: Cassio A. Calil

Title: Assistant Treasurer

Date: May 9, 2002.

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Exhibit Index

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(2)	Form of 0.40% Note due 2004.