KELLY JOHN E III
Form 4
June 12, 2018

FORM 4

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KELLY JOHN E III

(Last) (First) (Middle)

IBM CORPORATION, ONE NEW ORCHARD ROAD

(Street)

ARMONK, NY 10504

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
INTERNATIONAL BUSINESS MACHINES CORP [IBM]

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)
Senior Vice President

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/23/2018		G	V	695	D	$ 0	55,361.1092	D	
Common Stock	05/23/2018		G	V	912	D	$ 0	54,449.1092	D	
Common Stock	05/25/2018		G	V	114	D	$ 0	12,886	I (1)	trust 2
Common Stock	05/25/2018		G	V	114	A	$ 0	114	I (1)	spouse trust
Common Stock	06/08/2018		M		2,750	A	$ 0	57,207.6313	D	

Common Stock	06/08/2018		F	1,347	D	$ 145.405	55,860.6313	D	
Common Stock	06/08/2018		M	3,319	A	$ 0	59,179.6313	D	
Common Stock	06/08/2018		F	1,626	D	$ 145.405	57,553.6313	D	
Common Stock							65	I (1)	son
Common Stock							25,763.098	I (1)	trust 1

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

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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)	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 (2)	06/08/2018		A(2)		12,469		(2)	(2)	Common Stock	12,469
Rst. Stock Unit	$ 0 (3)	06/08/2018		M(4)			3,319	(3)	(3)	Common Stock	3,319
Rst. Stock Unit	$ 0 (3)	06/08/2018		M(4)			2,750	(3)	(3)	Common Stock	2,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KELLY JOHN E III IBM CORPORATION			Senior Vice	

ONE NEW ORCHARD ROAD
ARMONK, NY 10504

President

Signatures

A. Gomes da Silva on behalf of J. E. Kelly III

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) The reporting person disclaims beneficial ownership of the securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(2) Upon lapse of the restrictions, these units are payable in cash or the company's common stock. The restrictions lapse for 3,117 of these units on 06/08/2019, 3,117 of these units on 06/08/2020, 3,117 of these units on 06/08/2021, and 3,118 of these units on 06/08/2022.

(3) These units were payable in cash or the company's common stock upon the lapse of the restrictions on the transaction date shown.

(4) 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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