

INTERNATIONAL BUSINESS MACHINES CORP
Form 8-K
April 29, 2010

UNITED STATES
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: **April 27, 2010**

(Date of earliest event reported)

INTERNATIONAL BUSINESS MACHINES CORPORATION

(Exact name of registrant as specified in its charter)

New York
(State of Incorporation)

1-2360
(Commission File Number)

13-0871985
(IRS employer Identification No.)

ARMONK, NEW YORK
(Address of principal executive offices)

10504
(Zip Code)

914-499-1900

(Registrant's telephone number)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07. Submission of Matters to a Vote of Security Holders.

IBM held its Annual Meeting of Stockholders on April 27, 2010. For more information on the following proposals, see the company's proxy statement dated March 8, 2010, the relevant portions of which are incorporated herein by reference.

- The stockholders elected each of the fourteen nominees to the Board of Directors for a one-year term by a majority of the votes cast:

| DIRECTOR | FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|---------------------|-------------|-------------|-----------|---------------------|
| A.J.P. Belda | 770,181,183 | 78,432,436 | 6,802,941 | 163,941,639 |
| C. Black | 793,901,806 | 54,850,899 | 6,663,855 | 163,941,639 |
| W. R. Brody | 830,161,677 | 18,752,384 | 6,502,499 | 163,941,639 |
| K. I. Chenault | 820,291,860 | 28,603,380 | 6,521,448 | 163,941,639 |
| M. L. Eskew | 686,553,062 | 159,697,873 | 9,165,625 | 163,941,639 |
| S. A. Jackson | 773,049,800 | 75,630,043 | 6,736,717 | 163,941,639 |
| A. N. Liveris | 779,544,259 | 68,885,289 | 6,987,012 | 163,941,639 |
| W. J. McNerney, Jr. | 826,476,017 | 22,312,112 | 6,628,431 | 163,941,639 |
| T. Nishimuro | 836,139,705 | 12,365,625 | 6,911,230 | 163,941,639 |
| J. W. Owens | 822,676,748 | 26,132,613 | 6,607,199 | 163,941,639 |
| S. J. Palmisano | 818,186,904 | 31,370,835 | 5,858,949 | 163,941,639 |
| J. E. Spero | 837,103,155 | 11,898,229 | 6,415,176 | 163,941,639 |
| S. Taurel | 830,653,021 | 18,219,714 | 6,543,825 | 163,941,639 |
| L.H. Zambrano | 751,423,821 | 96,289,597 | 7,703,142 | 163,941,639 |

- The stockholders ratified the appointment of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm for the company:

| | |
|---------|---------------|
| For | 989,058,977 |
| Against | 24,494,897 |
| Abstain | 5,804,325 |
| Total | 1,019,358,199 |

Three stockholder proposals were presented at the meeting. The stockholder proposal on Annual Incentive Payout was not presented at the meeting.

- Stockholder Proposal on Cumulative Voting:

| | | |
|------------------|-------------|--------|
| For | 251,507,294 | 29.79% |
| Against | 592,741,351 | 70.21% |
| Abstain | 11,168,043 | |
| Broker Non-Votes | 163,941,639 | |

| | |
|-------|---------------|
| Total | 1,019,358,327 |
|-------|---------------|

- Stockholder Proposal on New Threshold for Calling Special Meetings:

| | | |
|------------------|---------------|--------|
| For | 356,758,627 | 42.44% |
| Against | 483,863,653 | 57.56% |
| Abstain | 14,794,408 | |
| Broker Non-Votes | 163,941,639 | |
| Total | 1,019,358,327 | |

- Stockholder Proposal on Advisory Vote on Executive Compensation (Say on Pay):

| | | |
|------------------|---------------|--------|
| For | 378,897,492 | 45.29% |
| Against | 457,760,232 | 54.71% |
| Abstain | 18,758,964 | |
| Broker Non-Votes | 163,941,639 | |
| Total | 1,019,358,327 | |

IBM's web site (www.ibm.com) contains a significant amount of information about IBM, including financial and other information for investors (www.ibm.com/investor/). IBM encourages investors to visit its various web sites from time to time, as information is updated and new information is posted.

SIGNATURE

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.

Date: April 29, 2010

By:

/s/ Andrew Bonzani
Andrew Bonzani
Vice President,
Assistant General Counsel &
Secretary