

INTERNATIONAL BUSINESS MACHINES CORP  
Form 8-K  
September 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) September 5, 2002.

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 (I.R.S. Employer Identification No.)
Armonk, New York (Address of principal executive offices)	10504 (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, 2, 3 and 4 hereto, relating to \$1,700,000,000 aggregate principal amount of debt securities of the Registrant.

The following exhibits are hereby filed with this report:

Exhibit Number -----	Description -----
(1)	Underwriting Agreement dated September 5, 2002, among

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International Business Machines Corporation, Deutsche Bank Securities Inc., Banc of America Securities LLC, Banc One Capital Markets, Inc. and Salomon Smith Barney Inc.

- (2) Form of \$1,100,000,000 Floating Rate Notes due 2004.
- (3) Underwriting Agreement dated September 5, 2002, among International Business Machines Corporation, J.P. Morgan Securities Inc., Morgan Stanley & Co. Incorporated, ABN AMRO Incorporated, Banc of America Securities LLC, Banc One Capital Markets, Inc., Barclays Capital Inc., BNP Paribas Securities Corp., Credit Suisse First Boston Corporation, Deutsche Bank Securities Inc., Dresdner Kleinwort Wasserstein - Grantchester, Inc., Goldman, Sachs & Co., HSBC Securities (USA) Inc., ING Financial Markets LLC, Lehman Brothers Inc., The Royal Bank of Scotland plc, Salomon Smith Barney Inc., UBS Warburg LLC, Utendahl Capital Partners, L.P. and The Williams Capital Group, L.P.
- (4) Form of \$600,000,000 4.25% Notes due 2009.

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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

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(Registrant)

By: /s/ Andrew Bonzani

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Name: Andrew Bonzani  
Title: Assistant Secretary

Date: September 9, 2002.

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Exhibit Index

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