

INTERNATIONAL BUSINESS MACHINES CORP
Form 8-K
January 30, 2019

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: January 24, 2019
(Date of earliest event reported)

INTERNATIONAL BUSINESS MACHINES CORPORATION
(Exact name of registrant as specified in its charter)

New York 1-2360 13-0871985
(State of Incorporation) (Commission File Number) (IRS employer Identification No.)

ARMONK, NEW YORK 10504
(Address of principal executive offices) (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:

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

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

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

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Financial Statements and Exhibits.

This Current Report on Form 8-K is being filed to incorporate by reference into Registration Statement No. 333-212685 on Form S-3, effective July 26, 2016, the documents included as Exhibits 1, 4.1, 4.2, 4.3 and 4.4 hereto, relating to €5,000,000,000 aggregate principal amount of debt securities of the Registrant.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
(1)	<u>Underwriting Agreement dated January 24, 2019 among International Business Machines Corporation and Barclays Bank PLC, BNP Paribas, Citigroup Global Markets Limited, Deutsche Bank AG, London Branch, J.P. Morgan Securities plc, UniCredit Bank AG, Banco Santander S.A., Commerzbank Aktiengesellschaft, Mizuho International plc, MUFG Securities EMEA plc, Société Générale, The Toronto-Dominion Bank, Credit Suisse Securities (Europe) Limited, ING Bank N.V., Belgian Branch, and U.S. Bancorp Investments, Inc., as Underwriters</u>
(4.1)	<u>Form of 0.375% Note due 2023</u>
(4.2)	<u>Form of 0.875% Note due 2025</u>
(4.3)	<u>Form of 1.250% Note due 2027</u>
(4.4)	<u>Form of 1.750% Note due 2031</u>

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: January 30, 2019

By: /s/ Simon J. Beaumont
Name: Simon J. Beaumont
Title: Vice President and Treasurer