Edgar Filing: INTERNATIONAL BUSINESS MACHINES CORP - Form FWP

INTERNATIONAL BUSINESS MACHINES CORP

Form FWP March 20, 2007

Filed Pursuant to Rule 433

Registration No. 333-037034

\$500,000,000

4.950% Notes Due 2011

International Business Machines Corporation

March 19, 2007

Pricing Term Sheet

Issuer International Business Machines Corporation

Ratings A1/A+/AA- (Moody s/S&P/Fitch)

 Format
 SEC Registered

 Size
 \$500,000,000

 Trade Date
 March 19, 2007

 Settlement Date
 March 22, 2007

 Maturity
 March 22, 2011

Interest Payment DatesMarch 22 and September 22First Payment DateSeptember 22, 2007Pricing Benchmark4.750% due March 31, 2011

Spread to Benchmark + 48 bps Yield to Maturity 4.981% Coupon 4.950% Price to Public 99.889% **Underwriting Discount** 0.20% Price to Issuer 99.689% Net Proceeds \$498,445,000 Day Count 30/360

Minimum Denomination \$100,000 and increments of \$1,000

Ranking Senior

Bookrunners Barclays Capital Inc., Lehman Brothers Inc. and Morgan

Stanley & Co. Incorporated

Billing and Delivering Barclays Capital Inc.

Co-Managers ABN AMRO Incorporated, Banc of America Securities LLC,

Cabrera Capital Markets, Inc., HSBC Securities (USA) Inc.

CUSIP 459200DU2 ISIN US459200DU23

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the Issuer, any underwriter or any dealer participating in the Offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. toll free at 1-888-227-2275 ext. 2663, Lehman Brothers Inc. toll free at 1-888-603-5847 or Morgan Stanley & Co. Incorporated toll free at 1-866-718-1649.

This pricing term sheet supplements the preliminary form of prospectus supplement issued by International Business Machines Corporation on March 19, 2007 relating to its Prospectus dated June 20, 2000.