



# INTERNATIONAL BUSINESS MACHINES CORP

## FORM 8-K

(Current Report Filing)

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Address 1 NEW ORCHARD ROAD, ARMONK, NY, 10504  
Telephone (727) 384-2323  
CIK 0000051143  
Symbol IBM  
SIC Code 3570 - Computer & office Equipment  
Fiscal Year 12/31

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**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 26, 2022**  
(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.)

**One New Orchard Road  
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:

- ☐ 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))

**Securities registered pursuant to Section 12(b) of the Act:**

<b>Title of each class</b>	<b>Trading symbol(s)</b>	<b>Name of each exchange on which registered</b>
Capital stock, par value \$.20 per share	IBM	New York Stock Exchange NYSE Chicago
2.625% Notes due 2022	IBM 22A	New York Stock Exchange
1.250% Notes due 2023	IBM 23A	New York Stock Exchange
0.375% Notes due 2023	IBM 23B	New York Stock Exchange
1.125% Notes due 2024	IBM 24A	New York Stock Exchange
2.875% Notes due 2025	IBM 25A	New York Stock Exchange
0.950% Notes due 2025	IBM 25B	New York Stock Exchange
0.875% Notes due 2025	IBM 25C	New York Stock Exchange
0.300% Notes due 2026	IBM 26B	New York Stock Exchange
1.250% Notes due 2027	IBM 27B	New York Stock Exchange
0.300% Notes due 2028	IBM 28B	New York Stock Exchange
1.750% Notes due 2028	IBM 28A	New York Stock Exchange
1.500% Notes due 2029	IBM 29	New York Stock Exchange
0.875% Notes due 2030	IBM 30	New York Stock Exchange
1.750% Notes due 2031	IBM 31	New York Stock Exchange
0.650% Notes due 2032	IBM 32A	New York Stock Exchange
1.250% Notes due 2034	IBM 34	New York Stock Exchange
1.200% Notes due 2040	IBM 40	New York Stock Exchange
7.00% Debentures due 2025	IBM 25	New York Stock Exchange
6.22% Debentures due 2027	IBM 27	New York Stock Exchange
6.50% Debentures due 2028	IBM 28	New York Stock Exchange
7.00% Debentures due 2045	IBM 45	New York Stock Exchange
7.125% Debentures due 2096	IBM 96	New York Stock Exchange

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. “

#### Item 5.07. Submission of Matters to a Vote of Security Holders.

(a) International Business Machines Corporation (IBM) held its Annual Meeting of Stockholders on April 26, 2022. Below are the final voting results. For more information on the following proposals, see IBM’s proxy statement dated March 7, 2022, the relevant portions of which are incorporated herein by reference.

(b) Election of Directors for a Term of One Year:

<b>DIRECTOR</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>	<b>BROKER NON-VOTES</b>
T. Buberl	512,637,798	19,408,925	4,938,318	156,937,839
D.N. Farr	519,777,197	12,298,952	4,908,892	156,937,839
A. Gorsky	485,553,123	46,605,407	4,826,511	156,937,839
M. Howard	523,505,493	9,039,546	4,440,002	156,937,839
A. Krishna	496,032,233	35,527,242	5,425,566	156,937,839
A.N. Liveris	350,899,075	180,880,781	5,205,185	156,937,839
F.W. McNabb III	522,234,880	9,685,670	5,064,491	156,937,839
M.E. Pollack	522,938,417	9,585,516	4,461,108	156,937,839
J.R. Swedish	521,023,719	10,955,761	5,005,561	156,937,839
P.R. Voser	519,656,314	12,350,599	4,978,128	156,937,839
F.H. Waddell	513,406,371	18,585,003	4,993,667	156,937,839
A.W. Zollar	517,825,968	14,323,443	4,835,630	156,937,839

Ratification of Appointment of Independent Registered Public Accounting Firm:

For	656,967,636	95.2%
Against	32,830,338	4.8%
Abstain	4,124,906	

Management Proposal on Advisory Vote on Executive Compensation (Say on Pay):

For	473,874,456	89.6%
Against	55,096,187	10.4%
Abstain	8,014,398	
Broker Non-Votes	156,937,839	

Stockholder Proposal on Stockholder Special Meeting Right:

For	187,771,875	35.5%
Against	340,686,181	64.5%
Abstain	8,526,985	
Broker Non-Votes	156,937,839	

Stockholder Proposal to Have an Independent Board Chairman:

For	211,119,750	39.8%
Against	318,877,167	60.2%
Abstain	6,988,124	
Broker Non-Votes	156,937,839	

Stockholder Proposal Requesting a Public Report on the Use of Concealment Clauses:

For	339,827,195	64.7%
Against	185,380,818	35.3%
Abstain	11,777,028	
Broker Non-Votes	156,937,839	

updated and new information is posted.

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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, 2022

By: /s/ Frank Sedlarcik  
Frank Sedlarcik  
Vice President, Assistant General Counsel and Secretary

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