

INTERNATIONAL BUSINESS MACHINES CORP  
Form 424B3  
May 14, 2003

Registration Statement No. 333-37034  
Filed Pursuant to Rule 424(b)(3)

International Business Machines Corporation

IBM Notes

With Maturities of 1 year or More from Date of Issue

Pricing Supplement No. 39

(To Prospectus dated June 20, 2000 and  
Prospectus Supplement dated June 28, 2002)

The date of this Pricing Supplement is: May 08, 2003

This is a Pricing Supplement. It describes the Fixed Rate Notes now being issued under the \$1,000,000,000 Medium Note program of International Business Machines Corporation. This document adds to, or "supplements" the description of the Notes which we refer to in the accompanying Prospectus Supplement and the Prospectus. This pricing supplement provides important and detailed information about the specific Notes we are now issuing. This Pricing Supplement also amends the terms of the Prospectus Supplement and the Prospectus to the extent that the description of the Notes in this Pricing Supplement is different from the terms which are set forth in the Prospectus Supplement and the Prospectus.

Trade Date: May 07, 2003  
Issue Date: May 14, 2003  
CUSIP: 459 20Q EK6  
Principal Amount: \$4,274,000.00  
Interest Rate: 3.55%  
Maturity Date: May 15, 2010

Price To  
Public  
(expressed as  
a percentage  
of the  
aggregate  
Principal  
Amount): 100%

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Discounts and  
Commissions: 1.20%

1st Coupon  
Payment Date: June 15, 2003

Interest  
Payment  
Frequency: Monthly

Survivor's Option: Yes

Subject to  
Redemption  
or Repayment: No

Date and Terms  
of Redemption or  
repayment  
(including  
any applicable  
regular  
or special  
record dates): Not applicable

Original Issue  
Discount  
(OID) Note: No

Total Amount  
of OID: Not applicable

Effective April 7, 2003 the name of Salomon Smith Barney Inc.,  
an agent of the program, was changed to  
Citigroup Global Markets Inc.