

INTERNATIONAL BUSINESS MACHINES CORP
Form 8-K
April 17, 2012

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 17, 2012**

(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.)

ARMONK, NEW YORK
(Address of principal executive offices)

10504
(Zip Code)

914-499-1900

(Registrant's telephone number)

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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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Item 2.02. Results of Operations and Financial Condition.

The registrant's press release dated April 17, 2012, regarding its financial results for the period ended March 31, 2012, including consolidated financial statements for the period ended March 31, 2012, is Attachment I of this Form 8-K. Attachment II are the slides for IBM's Chief Financial Officer Mark Loughridge's first quarter earnings presentation on April 17, 2012, as well as certain reconciliation and other information (Non-GAAP Supplemental Materials) for information in Attachment I (press release), Attachment II (slides) and in Mr. Loughridge's presentation. All of the information in Attachment I and II is hereby filed.

IBM's web site (www.ibm.com) contains a significant amount of information about IBM, including financial and other information for investors (www.ibm.com/investor/). IBM encourages investors to visit its various web sites from time to time, as information is updated and new information is posted.

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 17, 2012

By: /s/ James J. Kavanaugh

James J. Kavanaugh
Vice President and Controller

IBM REPORTS 2012 FIRST-QUARTER RESULTS

- Diluted EPS:

GAAP: \$2.61, up 13 percent;

Operating (non-GAAP): \$2.78, up 15 percent;

- Net income:

GAAP: \$3.1 billion, up 7 percent;

Operating (non-GAAP): \$3.3 billion, up 9 percent;

- Gross profit margin:

GAAP: 45.1 percent, up 0.9 points;

Operating (non-GAAP): 45.7 percent, up 1.2 points;

- Revenue: \$24.7 billion, flat, up 1 percent adjusting for currency;

- Free cash flow of \$1.9 billion, up \$1.1 billion;

- Software revenue up 5 percent, 7 percent adjusting for currency;

- Services revenue up 1 percent:

Services pre-tax income up 11 percent;

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- Services backlog of \$139 billion, down 2 percent, up 1 percent adjusting for currency;
- Systems and Technology revenue down 7 percent, 6 percent adjusting for currency;
- Growth markets revenue up 9 percent;
- Business analytics revenue up 14 percent;
- Smarter Planet revenue up more than 25 percent;
- Cloud revenue doubled first-quarter 2011 revenue;
- Full-year 2012 operating (non-GAAP) EPS expectations raised to at least \$15.00 from at least \$14.85.

ARMONK, N.Y., April 17, 2012 . . . IBM (NYSE: IBM) today announced first-quarter 2012 diluted earnings of \$2.61 per share, compared with diluted earnings of \$2.31 per share in the first quarter of 2011, an increase of 13 percent. Operating (non-GAAP) diluted earnings were \$2.78 per share, compared with operating diluted earnings of \$2.41 per share in the first quarter of 2011, an increase of 15 percent.

First-quarter net income was \$3.1 billion compared with \$2.9 billion in the first quarter of 2011, an increase of 7 percent. Operating (non-GAAP) net income was \$3.3 billion compared with \$3.0 billion in the first quarter of 2011, an increase of 9 percent.

Total revenues for the first quarter of 2012 of \$24.7 billion were flat (up 1 percent, adjusting for currency) from the first quarter of 2011.

In the first quarter, we drove strong profit and earnings per share growth. We delivered another excellent software performance, expanded services margins, and continued the momentum in our growth initiatives, said Ginni Rometty, IBM president and chief executive officer. Our investments in growth market countries continued to generate strong revenue growth across software, hardware and services while contributing to the company's ongoing margin expansion.

Based on this performance, we are raising our 2012 full-year operating earnings per share expectations to at least \$15.00.

First-Quarter GAAP Operating (non-GAAP) Reconciliation

First-quarter operating (non-GAAP) diluted earnings exclude \$0.17 per share of charges: \$0.11 per share for the amortization of purchased intangible assets and other acquisition-related charges, and \$0.06 per share for retirement-related charges driven by changes to plan assets and liabilities primarily related to market performance.

Full-Year 2012 Expectations

IBM raised its expectations for full-year 2012 GAAP diluted earnings per share to at least \$14.27 from at least \$14.16; and operating (non-GAAP) diluted earnings per share to at least \$15.00 from at least \$14.85. The 2012 operating (non-GAAP) earnings expectations exclude \$0.73 per share of charges for amortization of purchased intangible assets, other acquisition-related charges, and retirement-related charges driven by changes to plan assets and liabilities primarily related to market performance.

Geographic Regions

The Americas first-quarter revenues were \$10.5 billion, an increase of 1 percent (up 2 percent, adjusting for currency) from the 2011 period. Revenues from Europe/Middle East/Africa were \$7.6 billion, down 2 percent (up 1 percent, adjusting for currency). Asia-Pacific revenues increased 4 percent (up 1 percent, adjusting for currency) to \$6.1 billion. OEM revenues were \$509 million, down 17 percent compared with the 2011 first quarter.

Growth Markets

Revenues from the company's growth markets increased 9 percent (up 9 percent, adjusting for currency) and 40 countries had double digit revenue growth at constant currency. Revenues in the BRIC countries (Brazil, Russia, India and China) increased 10 percent (up 11 percent, adjusting for currency).

Services

Global Technology Services segment revenues increased 2 percent (up 3 percent, adjusting for currency) to \$10.0 billion. Global Business Services segment revenues were down 2 percent (down 1 percent, adjusting for currency) to \$4.6 billion.

Pre-tax income from Global Technology Services increased 20 percent and pre-tax margin increased to 14.3 percent. Global Business Services pre-tax income decreased 6 percent and pre-tax margin decreased to 12.5 percent.

The estimated services backlog at March 31 was \$139 billion, down 2 percent year over year at actual rates (up 1 percent, adjusting for currency). Services backlog at the end of a quarter measures the current value of work under contract expected to be recognized as revenue in future quarters.

Software

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Revenues from the Software segment were \$5.6 billion, an increase of 5 percent (up 7 percent, adjusting for currency) compared with the first quarter of 2011. Software pre-tax income increased 12 percent and pre-tax margin increased to 30.2 percent.

Revenues from IBM's key middleware products, which include WebSphere, Information Management, Tivoli, Lotus and Rational products, were \$3.5 billion, an increase of 7 percent (up 8 percent, adjusting for currency) versus the first quarter of 2011. Operating systems revenues of \$590 million increased 9 percent (up 10 percent, adjusting for currency) compared with the prior-year quarter.

Revenues from the WebSphere family of software products increased 16 percent year over year. Information Management software revenues increased 5 percent. Revenues from Tivoli software increased 5 percent. Revenues from Lotus software were flat, and Rational software increased 1 percent.

Revenues from the company's business analytics operations across services, software and hardware segments increased 14 percent.

Hardware

Revenues from the Systems and Technology segment totaled \$3.7 billion for the quarter, down 7 percent (down 6 percent, adjusting for currency) from the first quarter of 2011. Systems and Technology pre-tax income decreased \$236 million.

Total systems revenues decreased 6 percent (down 6 percent, adjusting for currency). Revenues from Power Systems were flat compared with the 2011 period. Revenues from System x were also flat. Revenues from System z mainframe server products decreased 25 percent compared with the year-ago period. Total delivery of

System z computing power, as measured in MIPS (millions of instructions per second), decreased 5 percent. Revenues from System Storage decreased 4 percent, and revenues from Retail Store Solutions decreased 13 percent year over year. Revenues from Microelectronics OEM decreased 13 percent.

Financing

Global Financing segment revenues decreased 5 percent (down 4 percent, adjusting for currency) in the first quarter to \$490 million. Pre-tax income for the segment decreased 1 percent to \$512 million.

The company's total gross profit margin was 45.1 percent in the 2012 first quarter compared with 44.1 percent in the 2011 first-quarter period. Total operating (non-GAAP) gross profit margin was 45.7 percent in the 2012 first quarter compared with 44.5 percent in the 2011 first-quarter period, with increases in Global Technology Services and Global Business Services.

Total expense and other income increased 3 percent to \$7.3 billion compared with the prior-year period. S,G&A expense of \$5.9 billion increased 1 percent year over year. R,D&E expense of \$1.6 billion increased 1 percent compared with the year-ago period. Intellectual property and custom development income decreased to \$255 million compared with \$262 million a year ago. Other (income) and expense was income of \$58 million compared with prior-year income of \$202 million. Interest expense increased to \$110 million compared with \$93 million in the prior year.

Total operating (non-GAAP) expense and other income increased 3 percent to \$7.2 billion compared with the prior-year period. Operating (non-GAAP) S,G&A expense of \$5.8 billion was flat compared with prior-year expense. Operating (non-GAAP) R,D&E expense of \$1.6 billion was flat compared with the year-ago period.

Pre-tax income of \$3.8 billion and pre-tax margin of 15.5 percent were flat compared with the prior-year period. Operating (non-GAAP) pre-tax income increased 3 percent to \$4.1 billion and pre-tax margin was 16.7 percent, up 0.5 points.

IBM's tax rate was 20.1 percent, down 4.9 points year over year; operating (non-GAAP) tax rate was 20.6 percent, down 4.4 points. The lower tax rate was due to a one-time benefit associated with a tax restructuring in Latin America. The benefit offset the company's first-quarter workforce rebalancing expense, similar to first-quarter 2011 when a one-time gain from asset sales offset workforce rebalancing expenses. The company expects its full-year 2012 effective tax rate on a GAAP and operating (non-GAAP) basis to be in the range of 24 percent; and excluding the one-time benefit in the first quarter, the rate is expected to be in the range of 25 percent.

Net income margin increased 0.8 points to 12.4 percent. Total operating (non-GAAP) net income margin increased 1.1 points to 13.2 percent.

The weighted-average number of diluted common shares outstanding in the first-quarter 2012 was 1.17 billion compared with 1.24 billion shares in the same period of 2011. As of March 31, 2012, there were 1.15 billion basic common shares outstanding.

Debt, including Global Financing, totaled \$32.1 billion, compared with \$31.3 billion at year-end 2011. From a management segment view, Global Financing debt totaled \$23.6 billion versus \$23.3 billion at year-end 2011, resulting in a debt-to-equity ratio of 7.0 to 1. Non-global financing debt totaled \$8.5 billion, an increase of \$469 million since year-end 2011, resulting in a debt-to-capitalization ratio of 32.7 percent from 32.0 percent.

IBM ended the first-quarter 2012 with \$12.3 billion of cash on hand and generated free cash flow of \$1.9 billion, excluding Global Financing receivables, up approximately \$1.1 billion year over year. The company returned \$3.9 billion to shareholders through \$0.9 billion in dividends and \$3.0 billion of share repurchases. The balance sheet remains strong, and the company is well positioned to support the business over the long term.

Forward-Looking and Cautionary Statements

Except for the historical information and discussions contained herein, statements contained in this release may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are based on the company's current assumptions regarding future business

and financial performance. These statements involve a number of risks, uncertainties and other factors that could cause actual results to differ materially, including the following: a downturn in economic environment and corporate IT spending budgets; the company's failure to meet growth and productivity objectives, a failure of the company's innovation initiatives; risks from investing in growth opportunities; failure of the company's intellectual property portfolio to prevent competitive offerings and the failure of the company to obtain necessary licenses; cybersecurity and data privacy considerations; fluctuations in financial results and purchases, impact of local legal, economic, political and health conditions; adverse effects from environmental matters, tax matters and the company's pension plans; ineffective internal controls; the company's use of accounting estimates; the company's ability to attract and retain key personnel and its reliance on critical skills; impacts of relationships with critical suppliers and business with government clients; currency fluctuations and customer financing risks; impact of changes in market liquidity conditions and customer credit risk on receivables; reliance on third party distribution channels; the company's ability to successfully manage acquisitions and alliances; risk factors related to IBM securities; and other risks, uncertainties and factors discussed in the company's Form 10-Q, Form 10-K and in the company's other filings with the U.S. Securities and Exchange Commission (SEC) or in materials incorporated therein by reference. Any forward-looking statement in this release speaks only as of the date on which it is made. The company assumes no obligation to update or revise any forward-looking statements.

Presentation of Information in this Press Release

In an effort to provide investors with additional information regarding the company's results as determined by generally accepted accounting principles (GAAP), the company has also disclosed in this press release the following non-GAAP information which management believes provides useful information to investors:

IBM results and expectations

- presenting operating (non-GAAP) earnings per share amounts and related income statement items;
- presenting non-global financing debt-to-capitalization ratio;
- adjusting for free cash flow;
- adjusting for currency (i.e., at constant currency);
- adjusting for one-time tax benefit.

The rationale for management's use of non-GAAP measures is included as part of the supplemental materials presented within the first-quarter earnings materials. These materials are available on the IBM investor relations Web site at www.ibm.com/investor and are being included in Attachment II (Non-GAAP Supplemental Materials) to the Form 8-K that includes this press release and is being submitted today to the SEC.

Conference Call and Webcast

IBM's regular quarterly earnings conference call is scheduled to begin at 4:30 p.m. EDT, today. Investors may participate by viewing the Webcast at www.ibm.com/investor/1q12. Presentation charts will be available on the Web site shortly before the Webcast.

Financial Results Below (certain amounts may not add due to use of rounded numbers; percentages presented are calculated from the underlying whole-dollar amounts).

INTERNATIONAL BUSINESS MACHINES CORPORATION

COMPARATIVE FINANCIAL RESULTS

(Unaudited; Dollars in millions except per share amounts)

	Three Months Ended March 31,		Percent Change
	2012	2011	
REVENUE			
Global Technology Services	\$ 10,035	\$ 9,863	1.7%
Gross profit margin	35.3%	33.8%	
Global Business Services	4,637	4,710	-1.5%
Gross profit margin	28.0%	27.4%	
Software	5,600	5,308	5.5%
Gross profit margin	87.0%	87.0%	
Systems and Technology	3,749	4,019	-6.7%
Gross profit margin	34.2%	37.8%	
Global Financing	490	516	-5.1%
Gross profit margin	50.7%	53.5%	
Other	162	190	-14.9%
Gross profit margin	-74.8%	-93.3%	
TOTAL REVENUE	24,673	24,607	0.3%
GROSS PROFIT			
Gross profit margin	45.1%	44.1%	2.4%
EXPENSE AND OTHER INCOME			
S,G&A	5,886	5,826	1.0%
Expense to revenue	23.9%	23.7%	
R,D&E	1,601	1,587	0.9%
Expense to revenue	6.5%	6.4%	
Intellectual property and custom development income	(255)	(262)	-2.5%
Other (income) and expense	(58)	(202)	-71.2%
Interest expense	110	93	17.7%
TOTAL EXPENSE AND OTHER INCOME	7,283	7,041	3.4%
Expense to revenue	29.5%	28.6%	
INCOME BEFORE INCOME TAXES			
Pre-tax margin	15.5%	15.5%	0.5%
Provision for income taxes	769	954	-19.4%
Effective tax rate	20.1%	25.0%	

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NET INCOME	\$	3,066	\$	2,863	7.1%
Net income margin		12.4%		11.6%	
EARNINGS PER SHARE OF COMMON STOCK:					
ASSUMING DILUTION	\$	2.61	\$	2.31	13.0%
BASIC	\$	2.65	\$	2.34	13.2%
WEIGHTED-AVERAGE NUMBER OF COMMON SHARES					
OUTSTANDING(M s):					
ASSUMING DILUTION		1,174.2		1,240.0	
BASIC		1,159.1		1,222.2	

INTERNATIONAL BUSINESS MACHINES CORPORATION

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(Unaudited)

(Dollars in Millions)	At March 31, 2012	At December 31, 2011
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 11,835	\$ 11,922
Marketable securities	500	
Notes and accounts receivable - trade (net of allowances of \$272 in 2012 and \$256 in 2011)	10,012	11,179
Short-term financing receivables (net of allowances of \$282 in 2012 and \$311 in 2011)	15,160	16,901
Other accounts receivable (net of allowances of \$9 in 2012 and \$11 in 2011)	1,669	1,481
Inventories, at lower of average cost or market:		
Finished goods	696	589
Work in process and raw materials	2,058	2,007
Total inventories	2,754	2,595
Deferred taxes	1,617	1,601
Prepaid expenses and other current assets	5,299	5,249
Total Current Assets	48,847	50,928
Property, plant and equipment	40,441	40,124
Less: Accumulated depreciation	26,496	26,241
Property, plant and equipment	13,946	13,883
Long-term financing receivables (net of allowances of \$58 in 2012 and \$38 in 2011)	10,549	10,776
Prepaid pension assets	2,974	2,843
Deferred taxes	3,100	3,503
Goodwill	27,468	26,213
Intangible assets - net	3,641	3,392
Investments and sundry assets	4,822	4,895
Total Assets	\$ 115,347	\$ 116,433
LIABILITIES AND EQUITY		
Current Liabilities:		
Taxes	\$ 2,184	\$ 3,313
Short-term debt	6,293	8,463
Accounts payable	7,416	8,517
Compensation and benefits	4,370	5,099
Deferred income	13,269	12,197
Other accrued expenses and liabilities	4,677	4,535
Total Current Liabilities	38,209	42,123

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Long-term debt	25,760	22,857
Retirement and nonpension postretirement benefit obligations	17,579	18,374
Deferred income	3,904	3,847
Other liabilities	9,112	8,996
Total Liabilities	94,563	96,197
Equity:		
IBM Stockholders' Equity:		
Common stock	48,800	48,129
Retained earnings	107,036	104,857
Treasury stock at cost	(114,020)	(110,963)
Accumulated other comprehensive income/(loss)	(21,115)	(21,885)
Total IBM stockholders' equity	20,701	20,138
Noncontrolling interests	82	97
Total Equity	20,783	20,236
Total Liabilities and Equity	\$ 115,347	\$ 116,433

INTERNATIONAL BUSINESS MACHINES CORPORATION

CASH FLOW ANALYSIS

(Unaudited)

(Dollars in Millions)	Three Months Ended	
	2012	March 31, 2011
Net Cash from Operating Activities per GAAP:	\$ 4,291	\$ 3,792
Less: the change in Global Financing (GF) Receivables	1,424	1,936
Net Cash from Operating Activities (Excluding GF Receivables)	2,867	1,856
Capital Expenditures, Net	(1,002)	(1,058)
Free Cash Flow (Excluding GF Receivables)	1,865	798
Acquisitions	(1,319)	(51)
Dividends	(870)	(795)
Share Repurchase	(3,015)	(4,045)
Non-GF Debt	657	1,027
Other (includes GF Receivables, GF Debt)	3,094	4,660
Change in Cash, Cash Equivalents and Short-term Marketable Securities	\$ 413	\$ 1,594

INTERNATIONAL BUSINESS MACHINES CORPORATION

SEGMENT DATA

(Unaudited)

FIRST-QUARTER 2012

(Dollars in Millions)	External	Revenue Internal	Total	Pre-tax Income/ (Loss)	Pre-tax Margin
SEGMENTS					
Global Technology Services	\$ 10,035	\$ 293	\$ 10,328	\$ 1,480	14.3%
% change	1.7%	-4.6%	1.6%	19.6%	
Global Business Services	4,637	182	4,820	601	12.5%
% change	-1.5%	-8.8%	-1.8%	-6.1%	
Software	5,600	840	6,439	1,945	30.2%
% change	5.5%	1.2%	4.9%	12.1%	
Systems and Technology	3,749	151	3,900	(105)	-2.7%
% change	-6.7%	-38.2%	-8.5%	NM	
Global Financing	490	485	975	512	52.6%
% change	-5.1%	-2.5%	-3.8%	-1.3%	
TOTAL REPORTABLE SEGMENTS	\$ 24,511	\$ 1,951	\$ 26,462	\$ 4,434	16.8%
% change	0.4%	-6.1%	-0.1%	4.0%	
Eliminations / Other	162	(1,951)	(1,789)	(598)	
TOTAL IBM CONSOLIDATED	\$ 24,673	\$ 0	\$ 24,673	\$ 3,836	15.5%
% change	0.3%		0.3%	0.5%	

NM - Not Meaningful

FIRST-QUARTER 2011

(Dollars in Millions)	External	Revenue Internal	Total	Pre-tax Income/ (Loss)	Pre-tax Margin
SEGMENTS					
Global Technology Services	\$ 9,863	\$ 307	\$ 10,170	\$ 1,238	12.2%
Global Business Services	4,710	200	4,910	640	13.0%
Software	5,308	830	6,138	1,735	28.3%
Systems and Technology	4,019	244	4,263	132	3.1%

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Global Financing	516	497	1,013	519	51.3%
TOTAL REPORTABLE SEGMENTS	\$ 24,416	\$ 2,078	\$ 26,494	\$ 4,264	16.1%
Eliminations / Other	190	(2,078)	(1,887)	(447)	
TOTAL IBM CONSOLIDATED	\$ 24,607	\$ 0	\$ 24,607	\$ 3,817	15.5%

INTERNATIONAL BUSINESS MACHINES CORPORATION

U.S. GAAP TO OPERATING RESULTS RECONCILIATION

(Unaudited; Dollars in millions except per share amounts)

	FIRST-QUARTER 2012			
	GAAP	Acquisition- Related Adjustments*	Retirement- Related Adjustments**	Operating (Non-GAAP)
Gross Profit	\$ 11,118	\$ 89	\$ 71	\$ 11,278
Gross Profit Margin	45.1%	0.4Pts	0.3Pts	45.7%
S,G&A	5,886	(84)	(36)	5,766
R,D&E	1,601	0	4	1,605
Other (Income) & Expense	(58)	(1)	0	(59)
Total Expense & Other (Income)	7,283	(85)	(32)	7,166
Pre-Tax Income	3,836	173	102	4,111
Pre-Tax Income Margin	15.5%	0.7Pts	0.4Pts	16.7%
Provision for Income Taxes***	769	47	30	846