SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:	3235-0287						
Estimated average burden							
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1	ress of Reporting		2. Issuer Name and Ticker or Trading Symbol <u>NCR CORP</u> [NCR]	(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			
(Last) 1700 S. PATT	(First) (Middle) TERSON BOULEVARD		3. Date of Earliest Transaction (Month/Day/Year) 03/01/2008	X	Officer (give title below) Senior V.P.,	Other (specify below) WCS		
(Street) DAYTON OH 45479		45479	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	X Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	^(Zip) Table I - Non-Deri	vative Securities Acquired, Disposed of, or Benef	ficially	Person Owned			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	03/03/2008		F		515 ⁽³⁾	D	\$23.6	54,994.176	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of Derivative 9. Number of 10. 11. Nature of Securities Underlying Derivative Security (Instr. 3 and 4) Execution Date, if any Conversion Date Transaction Expiration Date derivative Ownership of Indirect (Month/Dav/Year) Derivative or Exercise Code (Instr. (Month/Dav/Year) Security Securities Form: Beneficial (Instr. 3) Price of (Month/Day/Year) 8) Securities (Instr. 5) Beneficially Direct (D) Ownership (Instr. 4) Derivative Acquired Owned or Indirect (A) or Disposed of (D) (Instr. 3, 4 and 5) Security Following (I) (Instr. 4) Reported Transaction(s) (Instr. 4) Amount or Number Date Expiration of Shares (D) Exercisable Title (A) Code ν Date Employee Stock Commor \$0⁽²⁾ 03/01/2008 (1) 43.853 \$22.16 43.853 03/01/2018 43.853 Option Α D Stock (Right to Buy)

Explanation of Responses:

1. The option vests in four equal annual installments beginning March 1, 2009.

2. The options were granted under the NCR Stock Incentive Plan.

3. These shares were withheld to cover tax withholding obligations when 1,219 shares vested, or became freely transferrable, on March 3, 2008.

Nelson F. Greene, Attorney-in-03/04/2008 fact for Christine W. Wallace

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.