(Last)

345 PARK AVENUE

(First)

C/O THE BLACKSTONE GROUP L.P.

(Middle)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

subject to	STATEMENT OF
n E	

CHANGES IN RENEEICIAL OWNERSHIP

OMB APPROVAL OMB Number: mated average burden s per response: 0.5

See Footnotes⁽¹⁾⁽²⁾
(3)(4)(5)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Section obligat	this box if no long 16. Form 4 or tions may continution 1(b).	Form 5	STATEME	ed purs	OF C	Sectio	n 16(a	a) of the	e Secur	ities Ex	chan	ge Act	of 1934	RSHIP	E	OMB Numb Estimated a hours per r	average burd	3235-028 en 0
1	nd Address of tone Grou	Reporting Person*			Issuer N				Trading	Symbo	ol			5. Relationship (Check all app Direct	licable)		erson(s) to Is	
(Last) (First) (Middle) 345 PARK AVENUE				3. Date of Earliest Transaction (Month/Day/Year) 01/01/2016										Officer (give title Other (specify below) below)				
(Street) NEW YO	ORK N	Y :	10154	4. 1	If Amen	dment,	Date	of Orig	inal File	ed (Mor	nth/Da	ay/Year			n filed by	y One Re	ng (Check A porting Pers an One Rep	son
(City)	(Si	•	Zip)		- 0				d Di				<i>6</i>	· - II - O				
1. Title of	Security (Ins		2. Transaction Date (Month/Day/Yea	2A. Exe r) if a	Deeme	d Date,	3. Tran		4. Se Dispe	curities	Acqu	ired (A)	or 5. 4 and So B	Amount of ecurities eneficially wned Following	6. Ow Form (D) or	vnership n: Direct r Indirect nstr. 4)	7. Nature o Beneficial (Instr. 4)	
							Code	e V	Amo	unt	(A) (D)	Or Prio	_ Tr	eported ansaction(s) nstr. 3 and 4)				
Common	Stock		01/01/2016				J ⁽¹⁾⁽²	2)	2,9	996	A	1.		2,996		I	See Footnotes ⁽¹⁾ (3)(4)(5)	
		Ta	able II - Deriva (e.g., p												,			
1. Title of Derivative Security (Instr. 3) 2. Conversic or Exercis Price of Derivative Security		Exercise (Month/Day/Year) ce of rivative	3A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		te Exerc ation Da th/Day/\			7. Title and Amount of Securities Underlying Derivative Security (Instr. : and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Natur of Indire Benefici Ownersh (Instr. 4)	
				Code	v	(A)	(D)	Date Exerc	isable	Expira Date	ation	Title	Amoun or Number of Shares	1 1				
ı	nd Address of tone Grou	Reporting Person*		,														
(Last) 345 PAR	RK AVENU	(First) E	(Middle)															
(Street) NEW Y	ORK	NY	10154															
(City)		(State)	(Zip)															
ı		Reporting Person* <u>IP Manageme</u>	nt L.L.C.															
	E BLACKS	(First) TONE GROUP E	(Middle) L.P.															
(Street)	ORK	NY	10154															
(City)		(State)	(Zip)															
		Reporting Person* N STEPHEN	<u>A</u>															

(Street) NEW YORK	NY	10154
(City)	(State)	(Zip)

Explanation of Responses:

- 1. On January 1, 2016, Gregory Blank was granted 2,712 restricted stock units of NCR Corporation (the "Issuer") under the NCR Director Compensation Program. The restricted stock units vest in four equal quarterly installments beginning three months after the grant date, subject to Mr. Blank's continued services as a director on each vesting date. In addition, on January 1, 2016, Mr. Blank received 284 shares of common stock of the Issuer under the NCR Director Compensation Program as part of Mr. Blank's annual retainer, which is paid quarterly.
- 2. (Continued from footnote 1) Mr. Blank elected to receive all or a portion of the annual retainer in current common stock of the Issuer in accordance with the terms of the NCR Director Compensation Program. Mr. Blank is an officer of an affiliate of The Blackstone Group L.P. ("Blackstone"). Pursuant to arrangements between Mr. Blank and Blackstone, Mr. Blank is required to transfer to Blackstone any and all compensation received in connection with his directorship for any company Blackstone invests in or advises. Blackstone has designated Blackstone Management Partners L.L.C. ("BMP") as the entity to receive the securities described herein.
- 3. BMP is an indirect subsidiary of The Blackstone Group L.P. The general partner of The Blackstone Group L.P. is Blackstone Group Management L.L.C. Blackstone Group Management L.L.C. is wholly owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.
- 4. Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.
- 5. Each of such Blackstone entities and Mr. Schwarzman may be deemed to beneficially own the securities reported herein, but each disclaims beneficial ownership of such securities, except to the extent of such Reporting Person's pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein.

Remarks:

THE BLACKSTONE GROUP
L.P.; By: Blackstone Group
Management L.L.C., its
general partner; By: /s/ John G.
Finley; Title: Chief Legal
Officer
BLACKSTONE GROUP
MANAGEMENT L.L.C.; By:
/s/ John G. Finley; Title: Chief
Legal Officer
STEPHEN A
SCHWARZMAN /s/ Stephen

01/05/2016

** Signature of Reporting Person Date

A. Schwarzman

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.