FORM 4

Check this box if no longer subje

Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b)

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

ct to	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response 0.5

5. Relationship of Reporting Person(s) to Issuer

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

2. Issuer Name and Ticker or Trading Symbol

1. Name and Address of Reporting Person* <u>Langenbahn Paul</u>						2. Issuer Name and Ticker or Trading Symbol NCR CORP [ NCR ]									elationship o ck all applica Director	able)	j Perso	10% Ov	/ner	
(Last) (First) (Middle) 14770 TRINITY						3. Date of Earliest Transaction (Month/Day/Year) 02/23/2018									below)	r (give title ) EVP, Global S		Other (s below) ftware	респу	
(Street) FORT WORTH TX 76155 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									S. Individual or Joint/Group Filing (Check Applicable ine)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(- 9)			ble I - Noi	n-Deriv	ativ	/e S	ecurities	s Ac	quired,	Dis	posed c	of, o	Ben	eficially	Owned					
1. Title of Security (Instr. 3)  2. Transa Date							2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transactio		4. Securities A		es Acquired (A) or Of (D) (Instr. 3, 4 and 5		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
											Amount		(A) or (D)	Price	Reported Transacti (Instr. 3 a	on(s) nd 4)			(Instr. 4)	
Common Stock 02/23						18					496(1	1)	D	\$32.57	12,	093		D		
Common Stock 02/2					1/20	18			F		855 <sup>(2</sup>	2)	D	\$32.57	11,	238		D		
			Table II -								osed of				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	e (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	ate, Tr	ode (	ction Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercis Expiration Date (Month/Day/Yea		•	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		s Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported	Own Forn Dire or In (I) (II	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Co	ode	v	(A)	(D)	Date Exercisal		Expiration Date	Title		Amount or Number of Shares		Transaction(s (Instr. 4)		)		
Employee Stock Option (Right to Buy)	\$32.57	02/23/2018			A		102,041		(3)	C	02/23/2025		mon ock	102,041	\$0.00	102,04	11	D		
Restricted Stock Units	\$0.00 <sup>(4)</sup>	02/23/2018			A		12,719		(4)		(4)	Com	mon ock	12,719	\$0.00	12,71	9	D		
Restricted Stock	\$0.00 <sup>(5)</sup>	02/23/2018			A		47,541		(5)		(5)		mon	47,541	\$0.00	47,54	1	D		

## **Explanation of Responses:**

- $1.\ These shares were withheld to cover tax withholding obligations when 1,812\ previously reported restricted stock units vested on February 23, 2018.$
- 2. These shares were withheld to cover tax withholding obligations when 3,564 previously reported restricted stock units vested on February 24, 2018.
- 3. This is an option granted on February 23, 2018 that will vest ratably with one-quarter vesting on each of the first, second, third and fourth anniversaries of the grant date (each an "Option Vesting Date") subject to the reporting person's continued employment with the issuer on the applicable Option Vesting Date in accordance with the terms of the applicable award agreement.
- 4. These are performance-vesting restricted stock units as to which the performance-related conditions to vesting have been satisfied. The units will vest ratably with one-third of such units vesting on each of the first, second and third anniversaries of the February 27, 2017 grant date (each an "RSU Vesting Date") subject to the reporting person's continued employment with the issuer on the applicable RSU Vesting Date in accordance with the terms of the applicable award agreement.
- 5. These are performance-based restricted stock units as to which certain performance-related conditions to vesting have been satisfied. The units will vest on August 24, 2019, subject to the reporting person's continued employment with the issuer on that date and in accordance with the terms and conditions of the applicable award agreement

## Remarks:

Laura J. Foltz, Attorney-in-Fact 02/27/2018 for Paul Langenbahn

\*\* 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.