## SEC Form 4

 $\square$ 

(City)

# 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).

(Zip)

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burde	en									
hours per response:	0.5									

Instruction 1(	(b).		Filed pursuant to Section 16(a) of the Securities Exchange Act of or Section 30(h) of the Investment Company Act of 1940	1934		
1. Name and Address of Reporting Person <sup>*</sup> BOCIAN PETER J			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>NCR CORP</u> [ NCR ]		tionship of Reporting Pe all applicable) Director Officer (give title	erson(s) to Issuer 10% Owner Other (specify
(Last) 1700 S. PATT	(First) (Middle) ERSON BOULEVARD		3. Date of Earliest Transaction (Month/Day/Year) 03/01/2007	X	below) SVP & Chief Fina	below)
(Street) DAYTON	ОН	45479	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Fili Form filed by One Re	
(City)	(State)	(Zip)			Form filed by More th Person	an One Reporting

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	03/01/2007		F		<b>697</b> <sup>(1)</sup>	D	\$46.13	35,532	D	
Common Stock	03/01/2007		S		27 <sup>(4)</sup>	D	\$46.13	1,652	Ι	Held by wife of reporting person

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 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. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$46.13	03/01/2007		A		18,502		(2)	03/01/2017	Common Stock	18,502	\$0 <sup>(3)</sup>	18,502	D	
Employee Stock Option (Right to Buy)	\$46.13	03/01/2007		A		1,982		(2)	03/01/2017	Common Stock	1,982	<b>\$0</b> <sup>(3)</sup>	1,982	I	Held by wife of the reporting person

#### Explanation of Responses:

1. These shares were withheld to cover tax withholding obligations when 2,009 restricted shares vested, or became freely transferable, on March 1, 2007.

2. The option vests in four equal annual installments beginning March 1, 2007.

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

4. These shares were sold to cover tax withholding obligations when 68 restricted shares vested, or became freely transferable, on March 1, 2007.

Nelson F. Greene, Attorney-in-

03/05/2007

\*\* Signature of Reporting Person Date

fact for Peter J. Bocian

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.