П

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no long | er subiect to |
|---------------------------|---------------|
| Section 16. Form 4 or Fo  |               |
| 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 |           |  |  |  |  |  |  |  |  |  |
| hours per response: 0.8  |           |  |  |  |  |  |  |  |  |  |

| r. Name and Address of Reporting Ferson |                                     |                     | 2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>NCR CORP</u> [ NCR ] |                         | ionship of Reporting Person<br>all applicable)<br>Director | n(s) to Issuer<br>10% Owner |
|---|-------------------------------------|---------------------|--|-------------------------|--|-----------------------------|
| (Last)<br>14 VIA MARINO                 | VIA MARINO reet) ALM COAST FL 32137 |                     | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/26/2006             | A                       | Officer (give title<br>below)                              | Other (specify<br>below)    |
| (Street)<br>PALM COAST<br>(City)        |                                     |                     | 4. If Amendment, Date of Original Filed (Month/Day/Year)                   | 6. Indivi<br>Line)<br>X | ,  |                             |
|   | т                                   | able I - Non-Deriva | tive Securities Acquired, Disposed of, or Benefi                           | cially (                | Dwned  |                             |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |      | 4. Securities A<br>Disposed Of (<br>5) |               | 3, 4 and | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|------|--|---------------|----------|---|---|---|
|                                 |  |   | Code                        | de V | Amount                                 | (A) or<br>(D) | Price    | Transaction(s)<br>(Instr. 3 and 4)  |   | (11311. 4)  |
| Common Stock                    | 04/26/2006                                 |   | Α                           |      | 1,486 <sup>(1)</sup>                   | Α             | \$43.92  | 9,486   | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of    |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-------|-----|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Stock<br>Option<br>(Right to<br>Buy)                | \$43.92   | 04/26/2006                                 |   | A                            |   | 3,724 |     | 04/26/2007   | 04/26/2016         | Common<br>Stock  | 3,724                                  | \$0 <sup>(2)</sup>                                  | 3,724  | D  |  |

Explanation of Responses:

1. Represents grants of restricted stock units under the NCR Stock Incentive Plan which may be paid only in shares of NCR common stock. The restricted stock units vest during the one-year period beginning on the grant date, in equal quarterly installments commencing three months after the grant date, provided the reporting person continues to serve sas a director until each vesting date. The reporting person has elected to defer receipt of these restricted stock units until the date of his termination as a director.

2. The options were granted under the NCR Stock Incentive Plan and the price is determined at the time the option is exercised.

Nelson F. Greene, Attorney-in-04/28/2006 fact for Edward P. Boykin

\*\* 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.