

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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:	0.5

1. Name and Address of Reporting Person* <u>DORSMAN PETER A</u> (Last) (First) (Middle) 7 WORLD TRADE CENTER 250 GREENWICH STREET, 35TH FLOOR (Street) NEW YORK NY 10007 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NCR CORP [NCR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP ISG, Global Operations</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/11/2012</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	05/11/2012		M ⁽¹⁾		8,377	A	\$12.81	114,085	D	
Common Stock	05/11/2012		M ⁽¹⁾		8,377	A	\$12.81	122,462	D	
Common Stock	05/11/2012		s ⁽¹⁾		8,377 ⁽²⁾	D	\$23.12 ⁽²⁾	114,085	D	
Common Stock	05/11/2012		s ⁽¹⁾		8,377 ⁽³⁾	D	\$23.2 ⁽³⁾	105,708	D	

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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
Employee Stock Option (Right to Buy)	\$12.81	05/11/2012		M			8,377	02/23/2011 ⁽⁴⁾	02/23/2020	Common Stock	8,377	\$0.00	25,132	D	
Employee Stock Option (Right to Buy)	\$12.81	05/11/2012		M			8,377	02/23/2012 ⁽⁵⁾	02/23/2020	Common Stock	8,377	\$0.00	16,754	D	

Explanation of Responses:

- The exercises and sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 9, 2012.
- Represents the sale of 8,377 shares in 18 transactions at prices ranging from \$23.00 to \$23.16 per share, resulting in a weighted average sale price of \$23.12. The reporting person undertakes to provide NCR Corporation ("NCR"), any security holder of NCR, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- Represents the sale of 8,377 shares in 18 transactions at prices ranging from \$23.11 to \$23.33 per share, resulting in a weighted average sale price of \$23.20. The reporting person undertakes to provide NCR, any security holder of NCR, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- The grant vests in four equal annual installments commencing February 23, 2011. The first installment vested on the date shown above.
- The grant vests in four equal annual installments commencing February 23, 2011. The first two installments vested on February 23, 2011 and the date shown above, respectively.

Mary H. Fragola, Attorney-in-Fact for Peter A. Dorsman 05/15/2012

** 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.