FORM 4

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

Washington, D.C. 20549

washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

1. Name and Address of Reporting Person*  Benjamin Mark D						2. Issuer Name <b>and</b> Ticker or Trading Symbol NCR CORP [ NCR ]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify			
(Last) (First) (Middle) 864 SPRING STREET NW					3. Date of Earliest Transaction (Month/Day/Year) 02/23/2018						7	X Officer (give title Other (specify below)  President, COO				
(Street) ATLANTA GA 30308  (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)						Line	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
Da Da			Transaction te onth/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Yea		Code (Ins	on Dispose	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		Beneficia Owned F	s Illy ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
								Code V	Amount	(A) o (D)	r Price	Reported Transacti (Instr. 3 a	on(s)		(Instr. 4)	
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	Code	saction e (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exer Expiration D (Month/Day/	ate	7. Title and of Securit Underlyin Derivative (Instr. 3 and	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s	Owners Form: Direct (I or Indire (I) (Instr	Beneficial Ownership (Instr. 4)	
				Code	e V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	m(s)		
Employee Stock Option (Right to Buy)	\$32.57	02/23/2018		A		153,061		(1)	02/23/2025	Common Stock	153,061	\$0.00	153,06	1 D		
Restricted Stock Units	\$0.00 <sup>(2)</sup>	02/23/2018		A		17,806		(2)	(2)	Common Stock	17,806	\$0.00	17,806	D		
Restricted Stock Units	\$0.00 <sup>(3)</sup>	02/23/2018		A		183,137		(3)	(3)	Common Stock	183,137	\$0.00	183,137	7 D		

## Explanation of Responses:

- 1. 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.
- 2. These are performance-vesting restricted stock units as to which certain 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.
- 3. These are performance-based restricted stock units as to which the performance-related conditions to vesting have been satisfied. Of these, 85,464 units will vest on November 1, 2018, and 97,673 units will vest on November 1, 2019, in each case subject to the reporting person's continued employment with the issuer on the applicable performance-based restricted stock unit vesting date and in accordance with the terms and conditions of the applicable award agreement.

## Remarks:

Laura J. Foltz, Attorney-in-Fact for Mark D. Benjamin

02/27/2018

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.