## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

wasiiiigion,	D.C.	2054

<b>STATEMENT</b>	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

	OMB APPRO	OVAL
	OMB Number:	3235-0287
l	Estimated average burd	en
	hours per response:	0.5

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

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		Reporting Person*					Name <b>a</b> ı C <mark>ORP</mark>		ker or Trad	ding S	Symbol			heck a	II appli	cable)	g Pers	son(s) to Iss	
RINGLER JAMES M														X	Directo	r		10% Ov	vner
(Last)	(F	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 04/26/2006									Officer below)	(give title		Other (s below)	specify
1430 L/1	IKE KO71D																		
,					_   4. I1	f Ame	ndment,	Date	of Original	Filed	(Month/D	ay/Year)		Individ ne)	ual or .	Joint/Group	Filing	g (Check Ap	plicable
(Street)													["	,	Farm 6	ilad bu Ona		artina Daras	
LAKE F	OREST IL		60045													•		orting Perso	
					_												re thar	n One Repo	rting
(City)	(S	tate)	(Zip)												Persor	ı			
		Tab	le I - No	n-Deriv	vative	Sec	curitie	s Ac	quired,	Dis	posed c	of, or Be	neficia	lly O	wnec	ı			
1. Title of Security (Instr. 3)  2. Trans Date (Month/					Execution Date,			Code (Instr.   5)				4 and Securities Beneficially Owned Follo		es ally Following	Forn lly (D) o ollowing (I) (Ir		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) o	r Price	T	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock			04/20	6/200 <del>6</del>	/2006			A	A 1,		6 <sup>(1)</sup> D \$ <sup>2</sup>		92	11	11,460		D		
		7	able II -								osed of			y Ow	ned				
		1		(c.y., )	Juis,	Cans	, waii	ants	, optioi	15, 0	Oliveiti	DIE SEC	urities)						
1. Title of Derivative Security (Instr. 3)	Conversion Date Exercise (Month/Day/Year) if a		3A. Deem Executior if any (Month/Da	Date,	4. Transa Code ( 8)		of E		6. Date Exercisable Expiration Date (Month/Day/Year)		Amount of		of s ig e Security			9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisab		xpiration late	Title	Amount or Number of Shares						
Stock Option (Right to Buy)	\$43.92	04/26/2006			A		3,724		04/26/200	7 0	4/26/2016	Common Stock	3,724	\$(	) <sup>(2)</sup>	3,724		D	

## **Explanation of Responses:**

- 1. Represents a grant 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 as 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-infact for James M. Ringler 04/28/2006

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.