SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

1. Name and Add Fishman Ro	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>NCR CORP</u> [NCR]		tionship of Reporting Per all applicable) Director	10% Owner			
(Last) 864 SPRING S	(First) STREET NW	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/27/2018	X	Officer (give title below) EVP, CFO an	Other (specify below) d CAO			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
ATLANTA	GA	30308		X	Form filed by One Rep	orting Person			
(City)	(State)	(Zip)	-		Form filed by More tha Person	n One Reporting			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities / Disposed Of (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	02/27/2018		М		2,543 ⁽¹⁾	A	\$0.00	64,102	D			
Common Stock	02/27/2018		F		772 ⁽²⁾	D	\$33.12	63,330	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. 5. Number of Derivative Code (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		vative urities uired (A) isposed D) (Instr.	6. Date Exerc Expiration Da (Month/Day/\	ate	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)	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		(Instr. 4)		
Restricted Stock Units	\$0.00 ⁽¹⁾	02/27/2018		М			2,543 ⁽¹⁾	(1)	(1)	Common Stock	2,543	\$0.00	5,088	D	

Explanation of Responses:

1. Represents the conversion of restricted stock units that vested on February 27, 2018. The performance related conditions of these restricted stock units were satisfied on February 23, 2018.

2. These shares were withheld to cover tax withholding obligations when 2,543 restricted stock units vested on February 27, 2018.

Remarks:

Laura J. Foltz, Attorney-in-Fact 03/01/2018 for Robert P. Fishman

** Signature of Reporting Person Date

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

 \ast 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.