#### SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
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: 0.5

	dress of Reporting F		2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>NCR CORP</u> [ NCR ]		tionship of Reporting Per all applicable) Director Officer (give title	son(s) to Issuer 10% Owner Other (specify
(Last) (First) (Middle) 1700 S. PATTERSON BOULEVARD			3. Date of Earliest Transaction (Month/Day/Year) 03/08/2005		below) Senior V.P., Huma	below)
(Street) DAYTON	ОН	45479	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Che Line) X Form filed by One Reporting Form filed by More than One Person		orting Person
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)				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)		(1130.4)
Common Stock	03/08/2005		М		10,000	Α	\$17.375	29,589.4381	D	
Common Stock	03/08/2005		М		2,500	A	\$9.675	32,089.4381	D	
Common Stock	03/08/2005		S		7,551	D	\$38.255	24,684.3466 <sup>(1)</sup>	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. Transa Code ( 8)		Deri Sec Acq or D	umber of vative urities uired (A) isposed D) (Instr. 3, d 5)	6. Date Exerc Expiration Da (Month/Day/N	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	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		Transaction(s) (Instr. 4)		
Employee Stock Option (Right to Buy)	\$17.375 <sup>(2)</sup>	03/08/2005		М			10,000 <sup>(3)</sup>	(4)	09/17/2009	Common Stock	30,000 <sup>(3)</sup>	\$0	20,000	D	
Employee Stock Option (Right to Buy)	\$9.675 <sup>(5)</sup>	03/08/2005		М			2,500 <sup>(6)</sup>	(7)	02/03/2013	Common Stock	5,000 <sup>(6)</sup>	\$0	2,500	D	

#### Explanation of Responses:

1. Includes 145.908584 shares acquired under the NCR Employee Stock Purchase Plan in February and March 2005.

2. Previously reported price was \$34.75. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported price of \$34.75 split to \$17.3750

3. Previously reported number of securities was 15,000. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the reported number of securities of 15,000 increased to 30,000, 10,000 of which are being exercised.

4. The option vests in 3 equal annual installments beginning on 09/17/2000.

5. Previously reported price was \$19.35. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported price of \$19.35 split to \$9.6750.

6. Previously reported number of securities was 3,750. On February 6, 2004, 1,250 of these securities were exercised, with 2,500 remaining. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the reported number of securities of 2,500 increased to 5,000, 2,500 of which are being exercised.

7. The option vests in 3 equal annual installments beginning on 02/03/2004.

Nelson F. Greene, Attorney-in-
fact for Christine W. Wallace

03/10/2005

\*\* 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.

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