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
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1. Name and Address of Reporting Person* BOCIAN PETER J				er Name and Ticke		ding S	ymbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
					-				Director	10% 0			
		3. Date	of Earliest Transa	tion (M	onth/E	av/Year)	— x	Officer (give title below)	Other below	(specify)			
(Last) (First) (Middle)				/2006					SVP & Chief Financial Officer				
1700 S. PATTERSON BOULEVARD													
(Street)				nendment, Date of	Original	Filed	(Month/Day/Ye	6. Indi Line)	6. Individual or Joint/Group Filing (Check Applicable Line)				
DAYTON	OH						X	Form filed by One	e Reporting Pers	on			
										Form filed by Mor Person	e than One Rep	orting	
(City)	(State)	(Zip)											
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 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 Stoc	k		03/02/2006		М		3,154	A	\$20.75	36,383	D		
Common Stoc	k		03/02/2006		М		3,336	A	\$9.675	39,719	D		
Common Stoc	k		03/02/2006		М		3,334	A	\$13.67	43,053	D		
Common Stoc	k		03/02/2006		М		5,784	A	\$22.23	48,837	D		
Common Stoc	k		03/02/2006		S		15,608	D	\$39.54	33,229	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)		ansaction ode (Instr. 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	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$20.75 ⁽¹⁾	03/02/2006		М			3,154	(2)	01/04/2009	Common Stock	3,154 ⁽³⁾	\$0	0	D	
Employee Stock Option (Right to Buy)	\$9.675 ⁽⁴⁾	03/02/2006		М			3,336	(5)	02/03/2013	Common Stock	3,336 ⁽⁶⁾	\$0	0	D	
Employee Stock Option (Right to Buy)	\$13.67 ⁽⁷⁾	03/02/2006		М			3,334	(8)	08/04/2013	Common Stock	3,334 ⁽⁹⁾	\$0	0	D	
Employee Stock Option (Right to Buy)	\$22.23 ⁽¹⁰⁾	03/02/2006		М			5,784	(11)	01/26/2011	Common Stock	12,000(12)	\$0	6,216	D	

Explanation of Responses:

1. Previously reported price was \$41.50. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported price of \$41.50 split to \$20.75.

2. The option vested in 3 equal annual installments beginning January 4, 2000.

3. Previously reported number of securities was 4,420. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported number of securities of 4,420 increased to 8,840, of which 5,686 shares were exercised in May 2005, and the remaining 3,154 shares are being exercised at this time.

4. 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 \$9.675.

5. The option vests in 3 equal annual installments beginning on February 3, 2004.

6. Previously reported number of securities was 5,000. On February 18, 2004, the reporting person exercised 1,666 of these options. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the remaining number of securities of 3,334 increased to 6,668, of which 3,332 were exercised in May 2005 and 3,336 are being exercised at this time.

7. Previously reported price was \$27.34. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported price of \$27.34 split to \$13.67.

8. The option vests in 3 equal annual installments beginning on August 4, 2004.

9. Previously reported number of options was 5,000. In November 2004, 1,666 of these options were exercised. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the remaining number of options of 3,334 doubled to 6,668, 3,334 of which are being exercised at this time.

10. Previously reported price was 44.47. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported price of \$44.47 split to \$22.23. 11. The option vests in 3 equal annual installments beginning on 01/26/2002.

12. Previously reported number of options was 6,000. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported number of options of 6,000 doubled to 12,000.

Nelson F. Greene, Attorney-infact for Peter J. Bocian 03/06/2006

Date

** Signature of Reporting Person

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.

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