Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

Washington,	D.C. 20549
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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1. Name and Address of Reporting Person*  Potter Beth					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						
(Last) (First) (Middle) 864 SPRING STREET NW						3. Date of Earliest Transaction (Month/Day/Year) 01/03/2023								X		Officer (give title below)		Other (below)	specify
(Street)	ΓA GA	A 3	0308		4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi Line)	Form filed by One Reporting Person				
(City)	(St	ate) (Z	Zip)		Form filed by More than One Reporting Person														
		Table	I - No	n-Deriva	tive S	Secur	rities A	cq	uired,	Dis	posed of	, or B	enef	icially	/ Own	ed			
Date			2. Transac Date (Month/Da	h/Day/Year) Execu		2A. Deemed Execution Date, if any (Month/Day/Year)				es Acquired (A) Of (D) (Instr. 3, 4		4 and Secur Benef Owne		cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D) Pr		ice	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Common Stock 01/0				01/03/2	2023			M		3,684(1)	A	.   \$	00.00	21,351			D		
Common Stock 01/03					2023				F		1,109(2)	D	\$	23.41	3.41 20,844(3)		D		
		Tal	ble II -								osed of, o				Owne	d			
1. Title of Derivative Security (Instr. 3)	erivative Conversion Date Execution Date (Month/Day/Year) if any		ion Date,	4. Transaction Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ve es d	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)				9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y G	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Date Exercisable

Expiration

## **Explanation of Responses:**

- 1. Performance share restricted stock units (RSUs) as to which the performance-related conditions to vesting were satisfied on December 31, 2022.
- 2. These shares were withheld to cover tax withholding obligations when 3,684 performance share RSUs vested on December 31, 2022 as reported herein.

Code

3. Includes 602.265 shares acquired under the NCR Employee Stock Purchase Plan in March 2022. These shares were rounded to 602 for disclosure in this table.

## Remarks:

Leah Singleton, Attorney-in-Fact for Beth Potter

01/04/2023

\*\* 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.

(D)

LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS

The undersigned constitutes and appoints each of Leah Singleton, Steve Kwon and

James M. Bedore, or either of them acting singly and with full power of

substitution, the undersigned's true and lawful attorney-in-fact to:

- 1. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer or director or both of NCR Corporation (the "Company"), Forms 3, 4 and 5 (and any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder;
- 2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission (the "SEC") and any securities exchange or similar authority, including without limitation the filing of a Form ID or any other documents necessary or appropriate to enable the undersigned to file the Forms 3, 4 and 5 electronically with the SEC; and
- 3. seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to each of the undersigned's attorneys-in-fact appointed by this Limited Power of Attorney and approves and ratifies any such release of information; and
- 4. take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by or for, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such information and disclosure as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever required, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request and on the behalf of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with, or any liability for the failure to comply with, any provision of Section 16 of the Exchange Act.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 or 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to each of the foregoing attorneys-in-fact.
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Limited Power of Attorney as of this 26th day of October, 2022.

Signed and acknowledged:

/s/ BETH POTTER BETH POTTER