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 Langenbahn F	s of Reporting Person Paul	k .	2. Issuer Name and Ticker or Trading Symbol <u>NCR CORP</u> [NCR]		ionship of Reporting Persor all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify
(Last) 14770 TRINITY	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/23/2020	Х	below) Exec VP, Pres. NCR C	below)
(Street) FORT WORTH (City)	TX (State)	76155 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Filing (C Form filed by One Reporti Form filed by More than C Person	ing Person

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)			4. Securities A Disposed Of (I			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	02/23/2020		М		10,234(1)	Α	\$0.00	97,159	D	
Common Stock	02/23/2020		F		4,028 ⁽²⁾	D	\$31.28	93,131	D	
Common Stock	02/24/2020		М		66,979 ⁽³⁾	Α	\$0.00	160,110	D	
Common Stock	02/24/2020		F		26,357 ⁽⁴⁾	D	\$29.64	133,753	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)				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	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)		
Restricted Stock Units	\$0.00 ⁽¹⁾	02/23/2020		М			10,234 ⁽¹⁾	(1)	(1)	Common Stock	10,234	\$0.00	10,235	D	
Restricted Stock Units	\$0.00 ⁽³⁾	02/24/2020		М			66,979 ⁽³⁾	(3)	(3)	Common Stock	66,979	\$0.00	66,979	D	

Explanation of Responses:

1. Represents the conversion of restricted stock units that vested on February 23, 2020. The performance related conditions of these restricted stock units were satisfied on February 7, 2019.

2. These shares were withheld to cover tax withholding obligations when 10,234 previously reported restricted stock units vested on February 23, 2020.

3. Represents the conversion of restricted stock units that vested on February 24, 2020. The performance related conditions of these restricted stock units were satisfied on December 9, 2016. 4. These shares were withheld to cover tax withholding obligations when 66,979 previously reported restricted stock units vested on February 24, 2020.

Remarks:

Laura J. Foltz, Attorney-in-Fact for Paul Langenbahn

** Signature of Reporting Person Date

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.

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.

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