

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>Potter Beth</u> (Last) (First) (Middle) 864 SPRING STREET NW (Street) ATLANTA GA 30308 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NCR CORP [NCR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X CAO
	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	02/23/2020		M		347 ⁽¹⁾	A	\$12.81	22,275	D	
Common Stock	02/23/2020		F		61 ⁽²⁾	D	\$31.28	22,214	D	
Common Stock	02/23/2020		F		205 ⁽³⁾	D	\$31.28	22,009	D	
Common Stock	02/24/2020		M		6,698 ⁽⁴⁾	A	\$29.64	28,707	D	
Common Stock	02/24/2020		F		2,017	D	\$29.64	26,690	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities 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				
Restricted Stock Units	\$12.81	02/23/2020		M			347 ⁽⁵⁾	02/23/2011	02/23/2020	Common Stock	347	\$0.00	0	D	
Restricted Stock Units	\$0.00 ⁽⁴⁾	02/24/2020		M			6,698 ⁽⁴⁾	(4)	(4)	Common Stock	6,698	\$0.00	6,698	D	

Explanation of Responses:

- The exercise and sale reported in this Form 4 occurred pursuant to the automatic option exercise of a stock option per Company policy on the option expiration date.
- These shares were withheld to cover tax withholdings obligations upon the exercise or the option reported in this Form 4. These shares were rounded to 61 for disclosure in this table.
- These shares were withheld to cover tax withholding obligations when 678 previously reported restricted stock units vested on February 23, 2020.
- 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.
- The exercise and sale reported in this Form 4 occurred pursuant to the automatic exercise of a stock option per Company policy on the option expiration date.

Remarks:

Laura J. Foltz, Attorney-in-Fact 02/25/2020
for Beth Potter

** 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.