Edgar Filing: NCR CORP - Form 4

Form 4										
February 26, 2	2014									
FORM	4								PPROVAL	
	UNITEDS		URITIES A Vashington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no longe subject to Section 16 Form 4 or		GES IN BENEFICIAL OWNERSHIP OI SECURITIES					Expires: January 31, 2005 Estimated average burden hours per response 0.5			
Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1940										
(Print or Type R	esponses)									
Ledford Andrea Symbol			uer Name and Ticker or Trading ol CORP [NCR]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	iddle) 3. Da	te of Earliest Tr	ansaction			(Che	ck all applicable	e)	
			nth/Day/Year)				Director 10% Owner X Officer (give title Other (specify below) below) SVP Corp Services / Chief Human Resources Officer			
	(Street)	4. If <i>A</i>	Amendment, Da	te Original			6. Individual or J	oint/Group Filin	ng(Check	
NEW YORK	K, NY 10007	Filed	Month/Day/Year)			Applicable Line) _X_ Form filed by Form filed by Person	One Reporting Pe More than One Re	erson eporting	
(City)	(State) (Zip) J	able I - Non-D) erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date any	3. , if Transacti Code ear) (Instr. 8)	4. Securi onAcquirec Disposec (Instr. 3,	l (A) c l of (D 4 and (A))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/24/2014		Code V A	Amount 3,366 (1)	or (D) A	Price \$ 0	(Instr. 3 and 4) 50,475 (2)	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date ecurities (Month/Day/Year) cquired (A) Disposed of 0) nstr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 <u>(3)</u>	02/24/2014		А	19,960	(3)	(3)	Common Stock	19,960	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Ledford Andrea 7 WORLD TRADE CENTER 250 GREENWICH STREET, 35TH FLOOR NEW YORK, NY 10007			SVP Corp Services	Chief Human Resources Officer		
Signatures						
Jennifer M. Daniels, Attorney-in-Fact for An Ledford	ndrea	(02/26/2014			
**Signature of Reporting Person			Date			

Explanation of Responses:

	*	If the form is filed by more than one reporting person, <i>see</i> Instruction 4(b)(v).			
	**	Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).			
	(1)	These are time-based restricted stock units that will vest on February 24, 2017, subject to the reporting person's continued employment with the issuer on that date and in accordance with the terms and conditions of the applicable award agreement.			
	(2)	Includes 92.21 shares acquired under the NCR Employee Stock Purchase Plan in January 2014. These shares were rounded to 92 for disclosure in this table.			
	(3)	These are restricted stock units as to which certain performance-related conditions to vesting have been satisfied. The units will vest 50% on February 28, 2015 and 50% on October 28,2015, subject to the reporting person's continued employment with the issuer on these dates and in accordance with the terms and conditions of the applicable award agreement.			
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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