#### DORSMAN PETER A

Form 4

January 03, 2013

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

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**OMB APPROVAL** 

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Form 5 obligations may continue. See Instruction

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 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* **DORSMAN PETER A** 

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

**EVP** and Chief Quality Officer

NCR CORP [NCR]

12/31/2012

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner Other (specify X\_ Officer (give title below)

7 WORLD TRADE CENTER, 250 **GREENWICH STREET, 35TH** 

(Street)

(State)

(Zip)

**FLOOR** 

(City)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

NEW YORK, NY 10007

		1401	Tuble 1 Tion Berriative Securities required, Disposed of, or Beneficially Owned							
1.Title of	2. Transaction Date	2A. Deemed Execution Date, if	3.	4. Securit		•	5. Amount of Securities	6.	7. Nature of Indirect	
Security (Instr. 3)	(Month/Day/Year)	any	Code	or(A) or Disposed of (D) (Instr. 3, 4 and 5)			Beneficially	Ownership Form: Direct	Beneficial	
(111341. 3)		(Month/Day/Year)	(Instr. 8)	(msu. 3, 4 and 3)			Owned	(D) or	Ownership	
							Following	Indirect (I)	(Instr. 4)	
					(A)		Reported	(Instr. 4)		
					or		Transaction(s)			
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	12/31/2012		M	64,418 (1)	A	\$0	186,480	D		
Common Stock	12/31/2012		F	32,416 (2)	D	\$ 25.48	154,064	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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# 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	ise any (Month/Day/ <sup>*</sup> ) ve		4. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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 Underlying Securities (Instr. 3 and 4)		8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (1)	12/31/2012		M	64,418	<u>(1)</u>	<u>(1)</u>	Common Stock	64,418	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DORSMAN PETER A
7 WORLD TRADE CENTER
250 GREENWICH STREET, 35TH FLOOR
NEW YORK, NY 10007

**EVP** and Chief Quality Officer

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### **Signatures**

Mary H. Fragola, Attorney-in-Fact for Peter A. Dorsman

01/03/2013

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- \* 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).
- (1) Represents the conversion of restricted stock units that vested on December 31, 2012. The performance-related conditions of these restricted stock units were satisfied on February 17, 2012.
- (2) These shares were withheld to cover tax withholding obligations when 64,418 restricted stock units vested on December 31, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to 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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