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| NCR CORF |) | | | | | | | | |
|---|---|---|--|-----------------------|----------|--|--|---|-------------|
| Form 4 | | | | | | | | | |
| March 05, 2 | _ | | | | | | | OMB AI | PPROVAL |
| FORM | UNITED | STATES SECU Wa | | AND EXC , D.C. 205 | | NGE CO | OMMISSION | OMB Number: | 3235-0287 |
| Check the check | | | U | | | | | Expires: | January 31, |
| subject Section Form 4 | to STATEN 16. or | | F CHANGES IN BENEFICIAL OWN SECURITIES | | | | | Estimated a burden hou response | rs per |
| Form 5 obligation may cor <i>See</i> Inst 1(b). | ons Section 17(| suant to Section (a) of the Public U 30(h) of the In | Jtility Hol | ding Com | pany | Act of | 1935 or Section | 1 | |
| (Print or Type | Responses) | | | | | | | | |
| 1. Name and a BRUNO JO | Symbol | 2. Issuer Name and Ticker or Trading Symbol NCR CORP [NCR] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (I | Middle) 3. Date of | 3. Date of Earliest Transaction (Chec | | | | c all applicable | e) | |
| 7 WORLD GREENWI FLOOR | R, 250 03/03/2 | (Month/Day/Year) 03/03/2014 | | | | Director 10% Owner X Officer (give title Other (specify below) below) EVP Industry & Field Ops / Corporate Development | | | |
| | (Street) | 4. If Am | endment, D | ate Original | | | 6. Individual or Jo | int/Group Filir | 1g(Check |
| NEW YOR | RK, NY 10007 | Filed(Mo | onth/Day/Yea | r) | | | Applicable Line) _X_ Form filed by O Form filed by M Person | | |
| (City) | (State) | (Zip) Tab | ole I - Non-l | Derivative S | ecurit | | ired, Disposed of | or Beneficial | ly Owned |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any | med 3. 4. Securities Acquired (A) 5. Amount of 6. n Date, if Transactionor Disposed of (D) Securities Own Code (Instr. 3, 4 and 5) Beneficially Forr Day/Year) (Instr. 8) Owned Dire Following or Ir (A) Reported (I) Transaction(s) (Instr. | | | | 6. Ownership Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 03/03/2014 | | Code V M | Amount 105,236 | (D) A | Price \$ 0 | (Instr. 3 and 4) 158,971 | D | |
| Common Stock | 03/03/2014 | | F | 50,255 (2) | D | \$ 33.36 | 108,716 | D | |
| Common Stock | 03/03/2014 | | F | 12,126 (3) | D | \$ 33.36 | 96,590 | 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 (9-02)

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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)

| 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) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|---|-----------------------|--|--------------------|---|----------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units | \$ 0 <u>(1)</u> | 03/03/2014 | | М | | 105,236 <u>(1)</u> | (1) | <u>(1)</u> | Common Stock | 105,236 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------------------------|--------------------------|--|--|--|
| Director | 10% Owner | Officer | Other | | | |
| BRUNO JOHN G 7 WORLD TRADE CENTER 250 GREENWICH STREET, 35TH FLOOR NEW YORK, NY 10007 | | EVP Industry & Field Ops | Corporate Development | | | |
| Signatures | | | | | | |
| Jennifer M. Daniels, Attorney-in-Fact for John G. Bruno | 03 | 3/03/2014 | | | | |
| **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 March 3, 2014. The performance related conditions of these restricted units were satisfied on February 25, 2013.
- (2) These shares were withheld to cover tax withholding obligations when 105,236 restricted stock units vested on March 3, 2014.
- (3) These shares were withheld to cover tax withholding obligations when 23,386 restricted stock units vested on March 3, 2014.

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.