

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4/A

Statement of changes in beneficial ownership of securities [amend]

Filing Date: **2013-01-11** | Period of Report: **2013-01-09**  
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### REPORTING OWNER

#### **NUTI WILLIAM**

CIK: **1185755**

Type: **4/A** | Act: **34** | File No.: **001-00395** | Film No.: **13525363**

### ISSUER

#### **NCR CORP**

CIK: **70866** | IRS No.: **310387920** | State of Incorporation: **MD** | Fiscal Year End: **1231**  
SIC: **3578** Calculating & accounting machines (no electronic computers)

Mailing Address  
3097 SATELLITE BLVD  
DULUTH 2Q 30096

Business Address  
3097 SATELLITE BLVD  
DULUTH 2Q 30096  
9374455000

# FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person <b>NUTI WILLIAM</b>			2. Issuer Name and Ticker or Trading Symbol <b>NCR CORP [NCR]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chairman, CEO and President</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/09/2013</b>					
7 WORLD TRADE CENTER, 250 GREENWICH STREET			4. If Amendment, Date Original Filed(Month/Day/Year) <b>10/26/2007</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>NEW YORK, NY 10007</b>								
(City)	(State)	(Zip)						

**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	01/09/2013		S	(1)	134,983	(2)	D	\$26.49	(2)	496,422	D		
Common Stock	01/10/2013		S	(1)	128,565	(3)	D	\$26.5	(3)	369,757	(4)	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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

### Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 3, 2012.

2. Represents the sale of 134,983 shares in 83 transactions at prices ranging from \$26.31 to \$26.60 per share, resulting in a weighted average sale price of \$26.49 per share. The reporting person undertakes to provide NCR Corporation ("NCR"), any security holder of NCR, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
3. Represents the sale of 128,565 shares in 83 transactions at prices ranging from \$26.38 to \$26.82 per share, resulting in a weighted average sale price of \$26.50 per share. The reporting person undertakes to provide NCR, any security holder of NCR, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
4. Share total includes 1,900 shares that, due to an administrative error, had not been included in column 5 of prior Form 4s filed on behalf of the reporting person. In 2007, NCR completed a spin-off of a division of NCR into an independent, publicly-held company now known as Teradata Corporation. In connection with the spin-off, the number of shares underlying outstanding equity awards was adjusted. In prior Form 4s, the adjusted number of shares was reported incorrectly. The share total reported in this column reflects the corrected number of shares.

### Signatures

Mary H. Fragola, as Attorney-in-Fact for William R. Nuti

\*\* Signature of Reporting Person

01/11/2013

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.**