Edgar Filing: NCR CORP - Form 4

NCR CORP Form 4											
January 04, 1	2011										
FORM	ПЛ								PPROVAL		
	UNITED	STATES		RITIES A Ashington			E COMMISSIO	N OMB Number:	3235-0287		
Check th if no lon subject to Section 7 Form 4 of Form 5 obligation may con	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section					Estimated burden hou response	urs per				
<i>See</i> Instr 1(b).		30(h)	of the I	nvestmen	t Compar	y Act of 1	940				
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> BOYKIN EDWARD P			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
				CORP [NC	CR]		(Che	eck all applicabl	k all applicable)		
(Last) (First) (Middle) 14 VIA MARINO			3. Date of Earliest Transaction (Month/Day/Year) 12/31/2010			X_ Director 10% Owner Officer (give title Other (specify below) below)					
(Street)			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 					
PALM CO	AST, FL 32137						Person	whole than one R	eporting		
(City)	(State)	(Zip)	Tat	ole I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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)		
Reminder: Rep	port on a separate line	e for each cl	ass of sec	urities bene	Perso inform	ns who res nation cont	or indirectly. spond to the colle tained in this forn ond unless the fo	n are not	SEC 1474 (9-02)		
						ys a curre	ntly valid OMB co				

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

	Derivative Security				(A) or Disposed (D) (Instr. 3, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	\$ 15.37 (1)	12/31/2010	А		1,497		(2)	(2)	Common Stock	1,497	\$ 0

Reporting Owners

Reporting Owner Name / Address				
r. o	Director	10% Owner	Officer	Other
BOYKIN EDWARD P 14 VIA MARINO PALM COAST, FL 32137	Х			
Signaturos				

Signatures

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Chanda L. Kirchner, Attorney-in-fact for Edward P. Boykin	01/04/2011
<u>**</u> 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) The phantom stock units are converted on a one-for-one basis.

The phantom stock units were acquired under the NCR Director Compensation Program, with the number of units determined based on(2) the market price of NCR common stock as of the transaction date. The units are to be settled in stock upon the reporting person's termination as a director.

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.