

Gnau Scott E  
 Form 3  
 January 09, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Gnau Scott E		(Month/Day/Year)	TERADATA CORP /DE/ [TDC]	
(Last)	(First)	(Middle)	01/01/2013	
17095 VIA DEL CAMPO			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SAN DIEGO, CA 92127			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			EVP, Teradata Labs	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	66,129	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Employee Stock Options	Â (1)	11/26/2022	Common Stock	26,122	\$ 61.55	D	Â
Employee Stock Options	Â (2)	11/28/2021	Common Stock	26,005	\$ 50.7	D	Â
Employee Stock Options	Â (3)	11/29/2020	Common Stock	34,389	\$ 41.09	D	Â
Employee Stock Options	Â (4)	11/30/2019	Common Stock	19,969	\$ 30.68	D	Â
Employee Stock Options	Â (5)	12/01/2018	Common Stock	28,398	\$ 13.77	D	Â
Employee Stock Options	Â (5)	09/30/2017	Common Stock	11,301	\$ 27.98	D	Â
Employee Stock Options	Â (5)	02/28/2017	Common Stock	5,306	\$ 24.87	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gnau Scott E 17095 VIA DEL CAMPO SAN DIEGO, CA 92127	Â	Â	Â	EVP, Teradata Labs Â

## Signatures

Laura K. Nyquist, Attorney-in-fact for Scott E. Gnau	01/09/2013
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) This option vests in four equal annual installments beginning on November 27, 2013.
- (2) This option vests in four equal annual installments beginning on November 29, 2012.
- (3) This option vests in four equal annual installments beginning on Novemer 30, 2011.
- (4) This option vests in four equal annual installments beginning on December 1, 2010.
- (5) This option is fully exercisable.

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.