

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 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>Potter Beth</u>  (Last) (First) (Middle) 864 SPRING STREET NW  (Street) ATLANTA GA 30308  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>NCR CORP [ NCR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  CAO
	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	12/31/2021		F		718 <sup>(1)</sup>	D	\$40.2	10,655	D	
Common Stock	12/31/2021		M		3,682 <sup>(2)</sup>	A	\$0.00	14,337	D	
Common Stock	12/31/2021		F		1,109 <sup>(3)</sup>	D	\$40.2	13,618 <sup>(4)</sup>	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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Restricted Stock Units	\$0.00 <sup>(2)</sup>	12/31/2021		M		3,682 <sup>(2)</sup>		(2)	(2)	Common Stock	3,682	3,682	D	

**Explanation of Responses:**

- These shares were withheld to cover tax withholding obligations resulting from the December 31, 2021 vesting of 2,383 previously reported restricted stock units awarded under the long-term NCR Strategic Transformation Fitness Plan pursuant to the Second Amended and Restated NCR Management Incentive Plan.
- Performance share restricted stock units (RSUs) as to which the performance-related conditions to vesting were satisfied on December 31, 2021. These RSUs vest ratably, with 50% having vested on December 31, 2021 as shown on Table I, and the remaining 50% shown on Table II scheduled to vest on December 31, 2022 subject to certain conditions.
- These shares were withheld to cover tax withholding obligations when 3,682 performance share RSUs vested on December 31, 2021 as reported herein.
- Includes 390.804 shares acquired under the NCR Employee Stock Purchase Plan from June 2021 to September 2021. These shares were rounded to 390 for disclosure in this table.

**Remarks:**

Laura J. Foltz, Attorney-in-Fact 01/04/2022  
for Beth Potter

\*\* Signature of Reporting Person 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.