FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* DORSMAN PETER A						2. Issuer Name and Ticker or Trading Symbol NCR CORP [NCR]									k all applic Directo	cable) r	Person(s) to Iss 10% O		wner	
(Last) (First) (Middle) 7 WORLD TRADE CENTER 250 GREENWICH STREET						3. Date of Earliest Transaction (Month/Day/Year) 02/23/2010									X Officer (give title Other (specify below) Sr. V.P., Global Operations					
(Street) NEW YORK NY 10007 (City) (State) (Zip)				_ 4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi Line) X	,						
		Tab	le I - No	n-Deri	vativ	e Se	curities	s Ac	quired,	Dis	posed o	f, or Be	enefic	ially	Owned					
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da				n/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3,				Securitie Beneficia Owned F	. Amount of Securities Beneficially Dwned Following		n: Direct r Indirect estr. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) c	Pric	e	Reported Transact (Instr. 3 a	ion(s)			(Instr. 4)	
Common Stock 02/23/2					3/2010	2010			А		18,395	3,395 ⁽¹⁾ A		\$ <mark>0</mark>	81,156			D		
Common Stock 02/23/2					3/2010	2010			F		8,503(2	2) D	\$1	2.81	72,653			D		
		-	Table II -								osed of, onvertil				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Expiration (Month/Da	n Date	•	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		[8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactie (Instr. 4)	Owners Form: Direct (or Indir (I) (Inst	Ownership	Beneficial Ownership ect (Instr. 4)	
				Code	Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amou or Numb of Share	er						
Employee Stock	\$12.81	02/23/2010			A		33,434		(3)	(02/23/2020	Common Stock	33,4	34	\$0 ⁽⁴⁾	33,43	4	D		

Explanation of Responses:

- 1. Represents the settlement in common stock of performance-based restricted stock units which vested on February 23, 2010 when certain performance-related conditions to vesting were satisfied.
- 2. These shares were withheld to cover tax withholding obligations when 18,395 performance-based restricted stock units vested on February 23, 2010.
- 3. The options vest in four equal annual installments beginning February 23, 2011.
- 4. These options were granted under the NCR Stock Incentive Plan.

Nelson F. Greene, Attorney-infact for Peter A. Dorsman 02

02/25/2010

** 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.

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