

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* <u>KOEHLER MICHAEL</u> (Last) (First) (Middle) <u>1700 S. PATTERSON BOULEVARD</u> (Street) <u>DAYTON OH 45479</u> (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) <p style="text-align: center;">Senior Vice President</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/06/2005</u>	
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	05/06/2005		M		24,000	A	\$22.23	90,028.6158	D	
Common Stock	05/06/2005		M		10,000	A	\$9.57	100,028.6158	D	
Common Stock	05/06/2005		S		34,000	D	\$33.7083	66,689.8898 ⁽¹⁾	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	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$22.23 ⁽²⁾	05/06/2005		M			24,000 ⁽³⁾	(4)	01/26/2011	Common Stock	24,000 ⁽³⁾	\$0	0	D	
Employee Stock Option (Right to Buy)	\$9.57 ⁽⁵⁾	05/06/2005		M			10,000 ⁽⁶⁾	(7)	03/04/2013	Common Stock	30,000 ⁽⁶⁾	\$0	10,000	D	

Explanation of Responses:

- Includes 661.274014 shares acquired under the NCR Employee Stock Purchase Plan in February, March, and April 2005.
- Previously reported price was \$44.47. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported price of \$44.47 split to \$22.23.
- Previously reported number of securities was 12,000. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported number of securities of 12,000 increased to 24,000.
- The option vests in 3 equal annual installments beginning on 01/26/2002.
- Previously reported price was \$19.13. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported price of \$19.13 split to \$9.57.
- Previously reported number of securities was 15,000. On June 7, 2004, 5,000 of these options were exercised. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the 10,000 unexercised options increased to 20,000, 10,000 of which are being exercised at this time.
- The option vests in 3 equal annual installments beginning 03/04/2004.

Nelson F. Greene, Attorney-in-fact for Michael Koehler 05/10/2005

** 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.