**NUTI WILLIAM** Form 4 February 10, 2010

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

3235-0287 Number: January 31, Expires:

**OMB APPROVAL** 

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5 Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person \*

(Ctota)

1(b).

NUTI WILL		5 <b>-</b>	Symbol NCR CORP [NCR]	Issuer (Check all ap	pplicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Manth/Day/Wear)	V Director	10% Owner
7 WORLD TRADE CENTER, 250 GREENWICH STREET			(Month/Day/Year) 02/08/2010	_X_ Officer (give title _	Other (specification)
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Gro	oup Filing(Check
NEW YORI	X, NY 1000°	7	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Rep Form filed by More tha Person	

2 Jaguar Nama and Tiakar or Trading

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficiall	ly Owned
1.Title of	2. Transaction Date		3.	4. Securitie	•	` ′	5. Amount of	6.	7. Nature of
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any	Code	omr Dispose (Instr. 3, 4	`	1	Securities Beneficially	Ownership Form:	Indirect Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following Reported	or Indirect (I)	(Instr. 4)
					(A) or		Transaction(s)	(Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	02/08/2010		A	310,470	A	\$ 12.69	416,907	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

#### Edgar Filing: NUTI WILLIAM - Form 4

	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>:</b>		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
Director 10% Owner Officer	Other							
NUTI WILLIAM 7 WORLD TRADE CENTER 250 GREENWICH STREET NEW YORK, NY 10007 President and CE	)							

## **Signatures**

Nelson F. Greene, Attorney-in-fact for William Nuti 02/10/2010

\*\*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).

These are time-based restricted stock units that were granted for retention purposes. Fifty percent of the time-based restricted stock units will vest on February 8, 2012, provided the reporting person is employed by the Company on that date, and fifty percent of the time-based restricted stock units will vest on February 8, 2013, provided the reporting person is employed by the Company on that date.

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.

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