NCR CORP Form 4/A February 21, 2007

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB** Washington, D.C. 20549

**OMB APPROVAL** 

Number:

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

03/02/2006

03/02/2006

Stock

Stock

Common

1. Name and Address of Reporting Person * BOCIAN PETER J			Issuer Name and Ticker or T	Γrading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)		R CORP [NCR] ate of Earliest Transaction		(Check all applicable)			
(Last)	(Frist)	, , , , , ,	nth/Day/Year)		Director	10%	Owner	
1700 S. PA BOULEVA	TTERSON ARD		02/2006		Officer (give title Other (specify below) SVP & Chief Financial Officer			
(Street)			Amendment, Date Original		6. Individual or Joint/Group Filing(Check			
DAYTON,	ОН 45479		d(Month/Day/Year) 06/2006		Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative S	Securities Acq	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		e, if Transaction(A) or Dis Code (Instr. 3, 4 ear) (Instr. 8)	(A) or (D) Price	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)	
Common	03/02/2006		M 8,784	, \$	51 837 (2)	D		

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

M

S

15,608 D

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.

51,837 (2)

 $36,229 \frac{(3)}{2}$ 

D

D

#### Edgar Filing: NCR CORP - Form 4/A

# 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. Transactic 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 22.23 (4)	03/02/2006		M	8,784 ( <u>5)</u>	<u>(6)</u>	01/26/2011	Common Stock	12,000 (7)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BOCIAN PETER J

1700 S. PATTERSON BOULEVARD SVP & Chief Financial Officer

DAYTON, OH 45479

## **Signatures**

Nelson F. Greene, Attorney-in-fact for Peter J.
Bocian 02/21/2007

\*\*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).
- (1) Original filing on March 6, 2006 reported 5,784 shares were acquired and should have reported 8,784 shares were acquired.
- (2) Original filing on March 6, 2006 reported 51,837 shares were beneficially owned and should have reported 51,837 shares were beneficially owned.
- (3) Original filing on March 6, 2006 reported 33,229 shares were beneficially owned and should have reported 36,229 shares were beneficially owned.
- (4) 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.
- (5) Original filing on March 6, 2006 reported 5,784 options were exercised and should have reported 8,784 options were exercised.
- (6) The option vests in 3 equal annual installments beginning on 01/26/2002.
- (7) Previously reported number of options was 6,000. On January 21, 2005, the common stock of NCR Corporation split 2-for-1, with the result that the previously reported number of options of 6,000 doubled to 12,000.

Reporting Owners 2

#### Edgar Filing: NCR CORP - Form 4/A

(8) Original filing on March 6, 2006 reported 6,216 options were beneficially owned following reported transaction and should have reported 3,216 options beneficially owned following reported transaction.

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.