

Ciminera J. Robert
Form 4
February 26, 2019

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Ciminera J. Robert

2. Issuer Name and Ticker or Trading Symbol
NCR CORP [NCR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

864 SPRING STREET NW

02/23/2019

EVP Global Customer Services

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ATLANTA, GA 30308

(City) (State) (Zip)

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 or Price			
Common Stock	02/23/2019		M		9,381 (1)	A	\$ 0 11,876	D
Common Stock	02/23/2019		F		3,273 (2)	D	\$ 28.96 8,603	D
Common Stock	02/24/2019		M		46,886 (3)	A	\$ 0 55,489	D
Common Stock	02/24/2019		F		19,319 (4)	D	\$ 28.96 36,170	D
Common Stock	02/24/2019		F		1,229 (5)	D	\$ 28.96 34,941	D

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Common Stock	02/25/2019	S ⁽⁶⁾	34,941	D	\$	28.94	0	D
					(7)			

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Restricted Stock Units	\$ 0 ⁽¹⁾	02/23/2019		M	9,381 ⁽¹⁾	⁽¹⁾ / ⁽¹⁾	Common Stock	9,381
Restricted Stock Units	\$ 0 ⁽³⁾	02/24/2019		M	46,886 ⁽³⁾	⁽³⁾ / ⁽³⁾	Common Stock	46,886

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Ciminera J. Robert 864 SPRING STREET NW ATLANTA, GA 30308	EVP Global Customer Services

Signatures

Laura J. Foltz, Attorney-in-Fact for J. Robert Ciminera 02/26/2019

 **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).

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- (1) Represents the conversion of restricted stock units that vested on February 23, 2019. The performance related conditions of these restricted stock units were satisfied on February 7, 2019.
- (2) These shares were withheld to cover tax withholding obligations when 9,381 previously reported restricted stock units vested on February 23, 2019.
- (3) Represents the conversion of restricted stock units that vested on February 24, 2019. The performance related conditions of these restricted stock units were satisfied on December 9, 2016.
- (4) These shares were withheld to cover tax withholding obligations when 46,886 previously reported restricted stock units vested on February 24, 2019.
- (5) These shares were withheld to cover tax withholding obligations when 2,495 previously reported restricted stock units vested on February 24, 2018.
- (6) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 2, 2018.
Represents the sale of 34,941 shares in three hundred-fifty transactions on February 25, 2019 ranging in price from \$28.67 to \$29.32 per share, resulting in a weighted average sale price of \$28.94 per share. The reporting person undertakes to provide NCR Corporation ("NCR"), any security holder of NCR, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (7)

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.