TERADATA CORP/DE/

Form 4

October 02, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

January 31, Expires: 2005

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 may continue.

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 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

See Instruction

1(b).

Common

Common

Stock

Stock

09/29/2007

09/30/2007

(Print or Type Responses)

1. Name and Address of Reporting Person *

NCR CORP			Symbol		8	Issuer			
			TERADATA C	ORP /DE/ [TI	OC]	(Check all applicable)			
(Last)	(First)	(Middle) 3	3. Date of Earliest	Transaction					
			(Month/Day/Year)			Director	_X10%		
1700 S. PATTERSON BOULEVARD			09/29/2007			Officer (give t below)	below)	(specify	
	(Street)	4	4. If Amendment, I	Date Original		6. Individual or Joi	nt/Group Filing	g(Check	
			Filed(Month/Day/Ye	ear)		Applicable Line) _X_ Form filed by One Reporting Person			
DAYTON	, ОН 45479					Form filed by M Person	ore than One Rep	orting	
(City)	(State)	(Zip)	Table I - Non	-Derivative Secu	rities Acc	quired, Disposed of,	or Beneficially	y Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Ac	quired (A	or 5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution Da	· · · · · · · · · · · · · · · · · · ·	orDisposed of (D)		Securities	Ownership	Indirect	
(Instr. 3)		any (Month/Day/	Code /Year) (Instr. 8)	(Instr. 3, 4 and 5))	Beneficially Owned	Form: Direct (D)	Beneficial Ownership	
		(1.101iui, 2 uji	(11011)			Following	or Indirect	(Instr. 4)	
					(A)	Reported	(I)		
					or	Transaction(s) . (Instr. 3 and 4)	(Instr. 4)		
			Code V	Amount	` /	rice			
Common Stock	09/29/2007		J	1,000	D \$	$_{)}^{0}$ 0	D		

180,734,530

180,734,530 D

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

J

J

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0

180,734,530

D

D

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number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: .1	or		
						Exercisable	Date	Title	Number		
				~					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NCR CORP							
1700 S. PATTERSON BOULEVARD		X					
DAYTON, OH 45479							

Signatures

Nelson F. Greene, Assistant Secretary 10/02/2007

**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) On September 29, 2007, the reporting person exchanged 1,000 shares of the issuer's common stock for 180,734,530 shares of the issuer's common stock.
- (2) On September 30, 2007, the reporting person distributed these shares to its shareholders on a pro rata basis.

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.

Reporting Owners 2