

**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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>TAYLOR KEITH A</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) <u>Senior Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/02/2004</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person

**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	11/12/2004		M		3,000	A	\$31.13	9,966.5544 <sup>(1)</sup>	D	
Common Stock	11/12/2004		M		6,667	A	\$25.45	16,633.5544	D	
Common Stock	11/12/2004		M		5,333	A	\$27.34	21,966.5544	D	
Common Stock	11/12/2004		S		11,605	D	\$57.37	10,361.5544	D	
Common Stock	11/02/2004		I		2,631	D	\$57	1,682.2477 <sup>(2)</sup>	I	By 401(k) Plan <sup>(3)</sup>

**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
Employee Stock Option (Right to Buy)	\$31.13	11/12/2004		M			3,000	(4)	10/15/2008	Common Stock	6,090	\$0	3,090	D	
Employee Stock Option (Right to Buy)	\$25.45	11/12/2004		M			6,667	(5)	07/29/2012	Common Stock	20,000	\$0	6,667	D	
Employee Stock Option (Right to Buy)	\$27.34	11/12/2004		M			5,333	(6)	08/04/2013	Common Stock	16,000	\$0	10,667	D	

**Explanation of Responses:**

- Includes 116,96468 shares acquired under the NCR Employee Stock Purchase Plan from June 2004 to September 2004.
- This amount was included on previous Form 4's in the direct ownership total.
- Prior reports for this reporting person reflected the number of stock units rather than the number of shares held in the plan. Units represent ownership interests in the NCR Unitized Stock Fund that includes both issuer stock and a reserve of cash.
- The option vested in 3 equal annual installments beginning 10/15/1999.
- The option vests in 3 equal annual installments beginning 07/29/2003.
- The option vests in 3 equal annual installments beginning 08/04/2004.

Nelson F. Greene, Attorney-in-fact for Keith A. Taylor 11/16/2004

\*\* 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.**