

TERADATA CORP /DE/
Form 3
February 10, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Dinning John | | (Month/Day/Year) | TERADATA CORP /DE/ [TDC] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 02/01/2016 | | |
| 17095 VIA DEL CAMPO | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, Prod Mgmt & Mktg & Cloud | |
| SAN DIEGO,Â CAÂ 92127 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <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 Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 25,415 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|---|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | Shares | | (I) (Instr. 5) | |
|------------------------|-------|------------|--------------|--------|----------|-------------------|---|
| Employee Stock Options | Â (1) | 12/01/2018 | Common Stock | 5,293 | \$ 13.77 | D | Â |
| Employee Stock Options | Â (1) | 11/30/2019 | Common Stock | 3,963 | \$ 30.68 | D | Â |
| Employee Stock Options | Â (1) | 11/29/2020 | Common Stock | 3,077 | \$ 41.09 | D | Â |
| Employee Stock Options | Â (1) | 11/28/2021 | Common Stock | 1,714 | \$ 50.7 | D | Â |
| Employee Stock Options | Â (2) | 11/26/2022 | Common Stock | 2,177 | \$ 61.55 | D | Â |
| Employee Stock Options | Â (3) | 12/02/2023 | Common Stock | 2,901 | \$ 45.35 | D | Â |
| Employee Stock Options | Â (4) | 11/30/2024 | Common Stock | 3,247 | \$ 44.43 | D | Â |
| Employee Stock Options | Â (5) | 11/30/2025 | Common Stock | 19,722 | \$ 30.63 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Dinning John 17095 VIA DEL CAMPO SAN DIEGO, CA 92127 | Â | Â | Â SVP, Prod Mgmt & Mktg & Cloud | Â |

Signatures

Margaret A. Treese, Attorney-in-fact for John Dinning 02/09/2016

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This option grant is fully vested.
- (2) This option vests in four equal annual installments beginning on November 27, 2013.
- (3) This option vests in four equal annual installments beginning on December 3, 2014.
- (4) This option vests in four equal annual installments beginning on December 1, 2015.
- (5) This option vests in four equal annual installments beginning on December 1, 2016

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.