## Edgar Filing: TERADATA CORP /DE/ - Form 4

TERADATA Form 4	A CORP /DE/										
December 0	3, 2014										
FORM	14		CECU						OMB AF	PPROVAL	
<b>CONIVI 4</b> UNITED STATES SECURITIES AND EXCHANGI Washington, D.C. 20549					NGE C	OMMISSION	OMB Number:	3235-0287			
Check th if no lon subject t Section Form 4 o Form 5 obligatio may con <i>See</i> Instr 1(b).	ger o 16. or Filed pur ons stinue.	suant to S	Expires: Estimated a burden hou response								
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> KOEHLER MICHAEL			Symbol		l Ticker or ' DRP /DE/			5. Relationship of Reporting Person(s) to Issuer			
(Last)	3. Date of	f Earliest T	ransaction	-	-	(Check all applicable)					
11695 JOH	(Month/Day/Year) 12/01/2014					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) President and CEO					
JOHNS CR	(Street) REEK, GA 30097			endment, Danna (2015) 2017 - 2	ate Original r)			6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M	ne Reporting Pe	rson	
(City)		(Zip)	T - 1.1			·		Person			
1.Title of Security (Instr. 3)		ransaction Date 2A. Deemed			4. Securiti on(A) or Dis (Instr. 3, 4	ies Ac sposed and f (A) or	quired of (D)	<b>uired, Disposed of,</b> 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	
Common Stock	12/01/2014			Code V F	Amount 10,439 (1)	(D) D	Price \$ 44.43	161,609	D		
Common Stock	12/01/2014			А	45,642	А	\$ 0 <u>(2)</u>	207,251	D		
Common Stock								11,123 <u>(3)</u>	Ι	By 401(k) Plan	
Common Stock								35,000	I	By Koehler family trust #1	
								45,000	Ι		

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Common Stock									By Koehler family trust #2			
Common Stock						45	5,000	I	By grantor retained annuity trust			
Reminder: Report on a separate line for each class of securities benefici					d directly or i s who respo tion contai d to respon s a currentl	ond t ined i nd un	are not m	SEC 1474 (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. 3. Transaction Date 3A. Deemed Conversion (Month/Day/Year) Execution Date, if or Exercise any Price of (Month/Day/Year) Derivative Security			Code	5. Number iorDerivative Securities Acquired (A Disposed o (Instr. 3, 4, 5)	(A) or of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
Employee				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares		
Stock Options (right to buy)	\$ 44.43	12/01/2014		А	112,944		<u>(4)</u>	12/01/202	24 Common Stock	112,94		
Report	ing Ov	wners										
			Rela	tionships								
Reporting (	Owner Name	/ Address Dire		Officer		Oth	ner					
KOEHLER MICHAEL 11695 JOHNS CREEK PKWY X P JOHNS CREEK, GA 30097				President	resident and CEO							
Signat	ures											
•	A. Treese, A	Attorney-in-fact	for Michael	10								
Koehler				12/03/2014								
	Signature	e of Reporting Persor		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) Shares withheld by the company and disposed of to satisfy tax obligation upon vesting of restricted share units that were granted on November 29, 2011.
- (2) Award of restricted share units which vests in three equal annual installments beginning on December 1, 2015.
- (3) Represents the number of Teradata shares attributable to units in the unitized Teradata stock fund of the Teradata 401(k) Savings Plan as of December 1, 2014.
- (4) This option vests in four equal annual installments beginning on December 1, 2015.

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.