Nyquist Laura K Form 4 December 01, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

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January 31, Expires:

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**OMB APPROVAL** 

burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and A Nyquist Lau	•	rting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
		25.11	TERADATA CORP /DE/ [TDC]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
10000 INNOVATION DRIVE			(Month/Day/Year) 11/29/2011	Director 10% Owner _X_ Officer (give title Other (specify below)  General Counsel & Secretary		
(Street) DAYTON, OH 45342			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
			Filed(Month/Day/Year)			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	cquired, Disposed of, or Beneficially Owned		

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)		(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(4)	Reported		
				(A)	Transaction(s)		
			C 1 W	or	(Instr. 3 and 4)		
_			Code V	Amount (D) Pric	e		
Common Stock	11/29/2011		A	$\frac{2,730}{(1)}$ A \$0	37,647.876	D	

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

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 50.7	11/29/2011		A	15,603	<u>(2)</u>	11/29/2021	Common Stock	15,603

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Nyquist Laura K 10000 INNOVATION DRIVE General C

General Counsel & Secretary

## **Signatures**

DAYTON, OH 45342

Margaret A. Treese, Attorney-in-fact for Laura K.
Nyquist
12/01/2011

\*\*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) Award of restricted stock units which becomes vested on the third anniversary of the grant date.
- (2) This option vests in four equal annual installments beginning on November 29, 2012.

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.

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