TERADATA CORP /DE/

Form 4

November 05, 2008

FORM	I /I								OMB AF	PROVAL	
I ORIV	UNITED S	STATES		RITIES A shington,			NGE C	COMMISSION	OMB Number:	3235-028	
Check this box									Expires:	January 31	
subject to Section 1	if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					NERSHIP OF	Estimated average burden hours per				
Form 4 or		want to C	to Section 16(a) of the Securities Exchange Act of 1934,					response	0.		
obligation may cont See Instru 1(b).	ns Section 17(a) of the F	Public Ut		ing Con	npan	y Act of	1935 or Section	1		
(Print or Type F	Responses)										
Harrington Daniel L Sym			Symbol	Name and				5. Relationship of Reporting Person(s) to Issuer			
			TERADATA CORP /DE/ [TDC]					(Check all applicable)			
(Last) 2835 MIAM	(First) (N	(Month/Day/Year) Director				10% Owner e title Other (specify					
			11,0 .,2					below) EVP, Techno	below) ology & Suppo	rt Svcs	
(Street) 4. If Amo				Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
MIAMICDI	IP.C. OU 45342		Filed(Mon	th/Day/Year)				Applicable Line) _X_ Form filed by O Form filed by M			
	JRG, OH 45342							Person		-	
(City)	(State)	Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	or Beneficial	ly Owned	
1.Title of Security (Month/Day/Year) Execution Date, if (Instr. 3) any (Month/Day/Year)			Date, if	Code (Instr. 3, 4 and 5)				Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	11/04/2008			F	2,322 (1)	D	\$ 15.31	55,731.724	D		
Common Stock								3,297.12	I	by 401(k) Plan	
Reminder: Rep	ort on a separate line	for each cla	ass of secu	rities benefi	-		-	ndirectly.	ion of	FC 1474	

information contained in this form are not

required to respond unless the form displays a currently valid OMB control

number.

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(9-02)

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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. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date	Expiration	Title N			
						Exercisable	Date		le Number of		
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address	Relationships
Tre por ting o which I take to the	

Officer Director 10% Owner Other

Harrington Daniel L EVP,

2835 MIAMI VILLAGE DR Technology & MIAMISBURG, OH 45342 Support Svcs

Signatures

Margaret A. Treese, Attorney-in-fact, for Daniel L. 11/05/2008 Harrington

> **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) Shares withheld by the company to satisfy tax obligation upon vesting of restricted stock award.

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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