

Langos Bruce
Form 4
October 03, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Langos Bruce

(Last) (First) (Middle)
1700 S. PATTERSON BOULEVARD
(Street)

DAYTON, OH 45479

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TERADATA CORP /DE/ [TDC]

3. Date of Earliest Transaction (Month/Day/Year)
10/01/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Operations Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 10/01/2007 | | A | | 25,139 | A | \$ 0 (1) |
| | | | | | 27,079 | (2) | 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. 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 Underlying Securities (Instr. 3 and 4) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option | \$ 27.98 | 10/01/2007 | | A | | 22,839 | | <u>(3)</u> | 10/01/2017 | Common Stock | 22,839 |
| Employee Stock Option | \$ 11.11 | 10/01/2007 | | A | | 5,565 | | <u>(5)</u> | 01/24/2012 | Common Stock | 5,565 |
| Employee Stock Option | \$ 6.86 | 10/01/2007 | | A | | 2,782 | | <u>(5)</u> | 07/29/2012 | Common Stock | 2,782 |
| Employee Stock Option | \$ 5.22 | 10/01/2007 | | A | | 2,782 | | <u>(5)</u> | 02/03/2013 | Common Stock | 2,782 |
| Employee Stock Option | \$ 7.37 | 10/01/2007 | | A | | 5,565 | | <u>(5)</u> | 08/04/2013 | Common Stock | 5,565 |
| Employee Stock Option | \$ 12.21 | 10/01/2007 | | A | | 13,172 | | <u>(5)</u> | 03/01/2014 | Common Stock | 13,172 |
| Employee Stock Option | \$ 21.01 | 10/01/2007 | | A | | 7,769 | | <u>(17)</u> | 03/01/2015 | Common Stock | 7,769 |
| Employee Stock Option | \$ 20.84 | 10/01/2007 | | A | | 9,220 | | <u>(18)</u> | 02/13/2016 | Common Stock | 9,220 |
| Employee Stock Option | \$ 21.39 | 10/01/2007 | | A | | 23,461 | | <u>(19)</u> | 05/29/2016 | Common Stock | 23,461 |
| Employee Stock Option | \$ 18.42 | 10/01/2007 | | A | | 13,695 | | <u>(20)</u> | 09/06/2016 | Common Stock | 13,695 |
| Employee Stock Option | \$ 24.87 | 10/01/2007 | | A | | 34,325 | | <u>(15)</u> | 03/01/2017 | Common Stock | 34,325 |

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- (18) This option vests in four equal annual installments beginning on February 13, 2007.
- (19) This option vests in four equal annual installments beginning on May 29, 2007.
- (20) This option vests in four equal annual installments beginning on September 6, 2007.

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.