

TERADATA CORP /DE/  
Form 8-K/A  
April 05, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

**FORM 8-K/A**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report (date of earliest event reported): January 21, 2011

**TERADATA CORPORATION**

(Exact Name of Registrant Specified in Charter)

Commission File Number 001-33458

Delaware  
(State or Other Jurisdiction)

75-3236470  
(I.R.S. Employer)

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of Incorporation)

Identification No.)

10000 Innovation Drive

Dayton, Ohio 45342

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (866) 548-8348

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240, 14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240, 13e-4(c))

**Amendment No. 1**

This Form 8-K/A is filed as an amendment ( Amendment No. 1 ) to the Current Report on Form 8-K filed by Teradata Corporation under Items 2.01, 8.01 and 9.01 on January 24, 2011. Amendment No. 1 is being filed to include the financial statements and financial information required under Item 9.01.

**Item 9.01 Financial Statements and Exhibits.**

**(a) Financial Statements of Business Acquired.**

The audited consolidated financial statements of Aprimo, Inc. as of and for the year ended December 31, 2010 are filed as Exhibit 99.1 to this Amendment No. 1 and incorporated herein by reference.

**(b) Pro Forma Financial Information.**

The pro forma financial information with respect to Teradata Corporation's acquisition of Aprimo, Inc. is filed as Exhibit 99.2 to this Amendment No. 1 and incorporated herein by reference.

**(d) Exhibits.**

The following exhibit is attached with this current report on Form 8-K:

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 23.1               | Consent of Ernst & Young LLP, Independent Auditors of Aprimo, Inc.   |
| 99.1               | Audited consolidated financial statements of Aprimo, Inc. as of and for the year ended December 31, 2010   |
| 99.2               | Unaudited pro forma condensed combined financial statements as of and for the year ended December 31, 2010 |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Teradata Corporation**

Dated: April 5, 2011

By: /s/ Stephen M. Scheppmann  
Stephen M. Scheppmann  
Executive Vice President and Chief Financial Officer

**Index to Exhibits**

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