

Edgar Filing: TERADATA CORP /DE/ - Form SC 13G/A

TERADATA CORP /DE/
Form SC 13G/A
January 31, 2013

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Amendment No.: 1*

Name of Issuer: Teradata Corporation

Title of Class of Securities: Common Stock

CUSIP Number: 88076W103

Date of Event Which Requires Filing of this Statement: 12/31/2012

Check the appropriate box to designate the rule pursuant to which this Schedule is filed.

Rule 13d-1(b) Rule 13d-1(c) Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.: 88076W103

1. NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Janus Capital Management LLC EIN #75-3019302

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP a. ___ b. ___ 3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER 484,339**

6. SHARED VOTING POWER 848,729**

7. SOLE DISPOSITIVE POWER 484,339**

8. SHARED DISPOSITIVE POWER 848,729**

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,333,068**

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES Not applicable

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.8%**

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12. TYPE OF REPORTING PERSON IA, HC

** See Item 4 of this filing

Item 1.

(a). Name of Issuer: Teradata Corporation ("Teradata")

(b). Address of Issuer's Principal Executive Offices:

10000 Innovation Drive Dayton, Ohio 45342

Item 2.

(a)-(c). Name, Principal Business Address, and Citizenship of Persons Filing:

(1) Janus Capital Management LLC ("Janus Capital") 151 Detroit Street
Denver, Colorado 80206 Citizenship: Delaware

(d). Title of Class of Securities: Common Stock

(e). CUSIP Number: 88076W103

Item 3.

This statement is filed pursuant to Rule 13d-1 (b) or 13d-2(b) and the person filing, Janus Capital, is an investment adviser in accordance with Section 240.13d-1(b) (ii) (E) as well as a parent holding company/control person in accordance with Section 240.13d-1(b) (ii) (G). See Item 4 for additional information.

Item 4. Ownership

The information in items 1 and 5 through 11 on the cover page(s) on Schedule 13G is hereby incorporated by reference.

Janus Capital has a direct 95.67% ownership stake in INTECH Investment Management ("INTECH") and a direct 77.8% ownership stake in Perkins Investment Management LLC ("Perkins"). Due to the above ownership structure, holdings for Janus Capital, Perkins and INTECH are aggregated for purposes of this filing. Janus Capital, Perkins and INTECH are registered investment advisers, each furnishing investment advice to various investment companies registered under Section 8 of the Investment Company Act of 1940 and to individual and institutional clients (collectively referred to herein as "Managed Portfolios").

As a result of its role as investment adviser or sub-adviser to the Managed Portfolios, Janus Capital may be deemed to be the beneficial owner of 484,339 shares or 0.3% of the shares outstanding of Teradata Common Stock held by such Managed Portfolios. However, Janus Capital does not have the right to receive any dividends from, or the proceeds from the sale of, the securities held in the Managed Portfolios and disclaims any ownership associated with such rights. As a result of its role as investment adviser or sub-adviser to the Managed Portfolios, INTECH may be deemed to be the beneficial owner of 848,729 shares or 0.5% of the shares outstanding of Teradata Common Stock held by such Managed Portfolios. However, INTECH does not have the right to receive any dividends from, or the proceeds from the sale of, the securities held in the Managed Portfolios and disclaims any ownership associated with such rights.

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Item 5. Ownership of Five Percent or Less of a Class

The Managed Portfolios, set forth in Item 4 above, have the right to receive all dividends from, and the proceeds from the sale of, the securities held in their respective accounts.

This statement is being filed to report the fact that the reporting persons have ceased to be the beneficial owners of more than five percent of the class of securities.

These shares were acquired in the ordinary course of business, and not with the purpose of changing or influencing control of the Issuer.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

INTECH is a direct subsidiary of Janus Capital (Janus Capital has a direct 95.67% ownership stake) and is a registered investment adviser furnishing investment advice to various investment companies registered under Section 8 of the Investment Company Act of 1940 and to individual and institutional clients.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

JANUS CAPITAL MANAGEMENT LLC

By /s/ David R. Kowalski 1/31/2013 David R. Kowalski,
Date Senior Vice President and CCO

INTECH INVESTMENT MANAGEMENT LLC

By /s/ David R. Kowalski 1/31/2013 David R. Kowalski
Date Vice President

(a) []

(b) []

3.

SEC USE ONLY

4.

CITIZENSHIP OR PLACE OF ORGANIZATION

Wisconsin

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5.

SOLE VOTING POWER

2,048,662 ⁽¹⁾

6.

SHARED VOTING POWER

300 ^{(1) (2)}

7.

SOLE DISPOSITIVE POWER

2,122,632⁽¹⁾

8.

SHARED DISPOSITIVE POWER

300^{(1) (2)}

9.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,122,932^{(1) (2)}

(1)

Shares are held indirectly through the Reporting Person's wholly-owned subsidiaries, Marshall & Ilsley Trust Company N.A. and M&I Investment Management Corp.

(2)

Beneficial ownership of 300 shares is specifically disclaimed. See Item 4.

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10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

Not applicable

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

7.7%

12. TYPE OF REPORTING PERSON

HC

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1. NAME OF REPORTING PERSON

Marshall & Ilsley Trust Company N.A.

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

39-1186267

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

366,762

6. SHARED VOTING POWER

300 ⁽¹⁾

7. SOLE DISPOSITIVE POWER

440,732

8. SHARED DISPOSITIVE POWER

300 ⁽¹⁾

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

441,032 ⁽¹⁾

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

Not applicable

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.6%

12. TYPE OF REPORTING PERSON

BK

(1)

Beneficial ownership of 300 shares is specifically disclaimed. See Item 4.

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1. NAME OF REPORTING PERSON

M&I Investment Management Corp.

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

39-1175759

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Wisconsin

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5. SOLE VOTING POWER

1,681,900

6. SHARED VOTING POWER

0

7. SOLE DISPOSITIVE POWER

1,681,900

8. SHARED DISPOSITIVE POWER

0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,681,900

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

Not applicable

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.1%

12. TYPE OF REPORTING PERSON

IA

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ITEM 1. (a) NAME OF ISSUER

China Direct Industries, Inc.

(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

431 Fairway Drive, Suite 200, Deerfield Beach, Florida 33441

ITEM 2. (a) NAME OF PERSON FILING

Marshall & Ilsley Corporation (M&I) and M&I's wholly-owned subsidiaries, Marshall & Ilsley Trust Company N.A. (M&I Trust) and M&I Investment Management Corp. (IMC)

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

The principal office of M&I is located at 770 North Water Street, Milwaukee, Wisconsin 53202. The principal office of M&I Trust and IMC is located at 111 East Kilbourn Avenue, Suite 200, Milwaukee, Wisconsin 53202.

(c) CITIZENSHIP

M&I and IMC are Wisconsin corporations. M&I Trust is organized under the laws of the United States.

(d) TITLE OF CLASS OF SECURITIES

Common Stock

(e) CUSIP NUMBER

169384203

ITEM 3.

**IF THIS STATEMENT IS FILED PURSUANT TO SECTIONS 13d-1(b) OR 13d-2(b) or (c),
CHECK WHETHER THE PERSON FILING IS A:**

- | | | |
|-----|-------------------------------------|--|
| (a) | <input type="checkbox"/> | Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o); |
| (b) | <input checked="" type="checkbox"/> | Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c); |
| (c) | <input type="checkbox"/> | Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c); |
| (d) | <input type="checkbox"/> | Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8); |
| (e) | <input checked="" type="checkbox"/> | An investment adviser in accordance with Section 13d-1(b)(1)(ii)(E); |
| (f) | <input type="checkbox"/> | An employee benefit plan or endowment fund in accordance with Section 13d-1(b)(1)(ii)(F); |

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- ITEM 3. Continued**
- (g) A parent holding company or control person in accordance with Section 13d-1(b)(1)(ii)(G);
 - (h) A savings association defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
 - (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
 - (j) A non-U.S. institution in accordance with Section 13d-1(b)(ii)(J);
 - (k) Group, in accordance with Section 13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP

(a) Amount Beneficially Owned
See responses to Item 9 of the cover pages

(b) Percent of Class
See responses to Item 11 of the cover pages

(c) Number of Shares as to which the person has:

(i) Sole power to vote or to direct the vote
See responses to Item 5 of the cover pages

(ii) Shared power to vote or to direct the vote
See responses to Item 6 of the cover pages

(iii) Sole power to dispose or to direct the disposition of
See responses to Item 7 of the cover pages

(iv) Shared power to dispose or to direct the disposition of
See responses to Item 8 of the cover pages

*Includes 300 shares held in one or more employee benefit plans where Marshall & Ilsley Trust Company N.A., as directed trustee, may be viewed as having voting or dispositive authority in certain situations pursuant to SEC and Department of Labor regulations or interpretations. Pursuant to Rule 13d-4 under the Act, inclusion of such shares in this statement shall not be construed as an admission that the Reporting Person or its subsidiaries are, for purposes of Sections 13(d) or 13(g) of the Act, the beneficial owners of such securities.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following []

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Marshall & Ilsley Corporation is reporting on this Schedule 13G securities held through its subsidiaries, Marshall & Ilsley Trust Company and M&I Investment Management Corp., as fiduciaries for certain employee benefit plans, trusts and/or customer accounts. As a result, participants in the plans, trust beneficiaries and customers are entitled to receive dividends and the proceeds from the sale of such securities. No such person is known to have such an interest relating to more than 5% of the class of subject securities except as follows:

Marshall Small Cap Growth Fund, a series of Marshall Funds, Inc., a registered investment company.

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ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Marshall & Ilsley Corporation is the parent holding company of Marshall & Ilsley Trust Company N.A., a bank as defined in Section 3(a)(6) of the Act and M&I Investment Management Corp., an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not Applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not Applicable

ITEM 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 16, 2010

MARSHALL & ILSLEY CORPORATION

By:

/s/ Kenneth C. Krei

Kenneth C. Krei

Senior Vice President

Dated: February 16, 2010

MARSHALL & ILSLEY TRUST COMPANY N.A.

By:

/s/ M. Gayle Robinson

M. Gayle Robinson

Senior Vice President, General Counsel and Secretary

Dated: February 16, 2010

M&I INVESTMENT MANAGEMENT CORP.

By:

/s/ Angela M. Palmer

Angela M. Palmer

Vice President

CUSIP No. 169384203

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Exhibit 1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Act, the undersigned agree to this filing of Schedule 13G (including any and all amendments thereto) with respect to the Common Stock, \$0.0001 par value, of China Direct Industries, Inc. and further agree to the filing of this Agreement as an Exhibit thereto. In addition, each party to this Agreement consents to the filing of this Schedule 13G (including any and all amendments thereto) by Marshall & Ilsley Corporation.

Dated: February 16, 2010

MARSHALL & ILSLEY CORPORATION

By:

/s/ Kenneth C. Krei

Kenneth C. Krei

Senior Vice President

Dated: February 16, 2010

MARSHALL & ILSLEY TRUST COMPANY N.A.

By:

/s/ M. Gayle Robinson

M. Gayle Robinson

Senior Vice President, General Counsel and Secretary

Dated: February 16, 2010

M&I INVESTMENT MANAGEMENT CORP.

By:

/s/ Angela M. Palmer

Angela M. Palmer

Vice President