FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|------------------|

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* Newfield Mathew | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>UNISYS CORP</u> [UIS] | | | | | | | | | eck all appli | cable) | | 10% Owner Other (specify | |
|--|---|----------------------------|-------------------------------|-----------|---|--|---------|----------------------------|--|---------|--|---|---------------|--|---|--|---|---|--|
| (Last) (First) (Middle) 801 LAKEVIEW DRIVE SUITE 100 | | | | 03/ | 3. Date of Earliest Transaction (Month/Day/Year) 03/01/2021 | | | | | | | | | Senior Vice President | | | | | |
| (Street) BLUE B | ELL PA | A | 19422 | _ 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | | | | | on | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | | | | | | |
| | | | le I - No | | | _ | | | - | , Dis | - | | | | ly Owne | | | | |
| Date | | | 2. Transa Date (Month/E | | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Code (Instr. 5 | | Dispose | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5) | | | Benefic Owned | es For ially (D) Following (I) (| | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | | (A) or (D) | Price | Reported (Inst Transaction(s) (Inst. 3 and 4) | | | | |
| Common | mon Stock | | 03/01 | /2021 | 2021 | | | | | 834 | | A | \$0 | 6, | 6,679 | | D | | |
| Common Stock | | | 03/01 | /2021 | 2021 | | | | | 295 | 295 Γ | | \$25.1 | 3 6, | 6,384 | | D | | |
| Common Stock | | | 03/01 | /2021 | | | | | | 1,156 | 6 | A | \$0 | 7, | 7,540 | | D | | |
| Common Stock 03/ | | | 03/01 | /2021 | 2021 | | F | | 337 Г | | D | \$25.1 | 3 7, | 7,203 | | D | | | |
| | | Т | able II - | | | | | | | | osed of converti | | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | (Month/Day/Year) of vative | | n Date, | 4. Transactic Code (Inst 8) | | on of E | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | • | 7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4) | | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | Owners Form: Direct (I or Indire (I) (Instr | Ownership | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | | Amount or Number of Shares | | | | | |
| Restricted Stock Units | (1) | 03/01/2021 | | | М | | | 834 | (2) | | (2) | | imon ock | 834 | \$0 | 0 | | D | |
| Restricted Stock | (3) | 03/01/2021 | | T | M | | | 834 | (4) | | (4) | Com | imon | 1,156 | \$0 | 0 | | D | |

Explanation of Responses:

Units

- 1. Each restricted stock unit represents a contingent right to receive one share of Unisys Corporation common stock.
- 2. Time-based restricted stock units ("TB-RSUs") granted on March 1, 2018 under the Unisys Corporation 2016 Long-Term Incentive and Equity Compensation Plan. The TB-RSUs vest in three equal installments on March 1, 2019, 2020 and 2021, respectively (or is such date does not fall on a trading day, the immediately preceding trading day).
- 3. Each restricted stock unit represents a contingent right to receive 1.3858 shares of Unisys Corporation common stock.
- 4. Performance-based restricted stock units ("PB-RSUs") granted on March 1, 2018 under the Unisys Corporation 2016 Long-Term Incentive and Equity Compensation Plan. The PB-RSUs are eligible to be earned in equal annual amounts over a three year period based on Unisys Corporation's relative total shareholder return compared to the Russell 2000 Index from January 1, 2018 through December 31, 2018, 2019 and 2020, respectively, and then such PB-RSUs vest on the later of March 1, 2019, 2020 and 2021, respectively (or is such date does not fall on a trading day, the immediately preceding trading day), and the date on which the Board of Directors verifies the vesting of the applicable tranche of the PB-RSU grant to Unisys Corporation's Chief Executive Officer. This report only relates to the PB-RSUs the reporting person earned during the 2020 performance period. All shares resulting from such earned PB-RSUs vested on March 1, 2021.

John M. Armbruster, attorneyin-fact

03/03/2021

** Signature of Reporting Person

Stock

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.