SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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			of Section So(ii) of the investment Company Act of 1940					
1. Name and Addre	ess of Reporting Pe		2. Issuer Name and Ticker or Trading Symbol <u>UNISYS CORP</u> [UIS]		tionship of Reporting Pe all applicable) Director	rson(s) to Issuer 10% Owner		
	(First) PORATION	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2005		Officer (give title below)	Other (specify below)		
UNISYS WAY			 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Chec Line) 					
(Street)				X	Form filed by One Re	porting Person		
BLUE BELL	reet) LUE BELL PA 19424		_		Form filed by More than One Reporting Person			
(City)	(State)	(Zip)						
		Table I - Non-De	erivative Securities Acquired, Disposed of, or Bene	ficially (Owned			

Table 1 - Noli-Derivative Securities Acquired, Disposed of, of Beneficially Owned

1. Title of Security (Instr. 3)		if any	3. Transa Code (8)		Disposed Of (D) (Instr. 3, 4 and 5)			Beneficially Owned Following	(D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 		(1150.4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(-3) [
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. Transa Code (8)		5. Number Derivativ Securitie Acquired or Dispos of (D) (In 3, 4 and 5	re ss I (A) sed str.	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Phantom Stock Units/1- for-1 ⁽¹⁾	\$0	03/01/2005		A ⁽²⁾		355.408		(3)	(3)	Common Stock	355.408	\$7.55	21,712.617	D	

Explanation of Responses:

1. Common stock-equivalent units (1-for-1).

2. Phantom stock units acquired under the terms and provisions of the Unisys Corporation 2003 Long-Term Incentive and Equity Compensation Plan and deferred in accordance with the Deferred Compensation Plan for Directors of Unisys Corporation.

3. The phantom stock units are payable in Unisys common stock, either upon termination of service or on any date at least five years (two years for stock units awarded after January 1, 2001) after the stock units are awarded, at the director's option, under the terms and provisions of the Deferred Compensation Plan for Directors of Unisys Corporation.

By: Susan T. Keene, attorneyin fast Fore Jamos J. Duderstadt 03/02/2005

in-fact For: James J. Duderstadt

** Signature of Reporting Person 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.