

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

1. Name and Address of Reporting Person* <u>Thomson Michael M</u>  (Last) (First) (Middle) 875 THIRD AVENUE 16TH FLOOR  (Street) NEW YORK NY 10022  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>UNISYS CORP [ UIS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive VP and CFO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/25/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/28/2022		M		6,224	A	\$0	44,096	D	
Common Stock	02/28/2022		F		1,803	D	\$21.37	42,293	D	
Common Stock	02/28/2022		M		7,748	A	\$0	50,041	D	
Common Stock	02/28/2022		F		2,245	D	\$21.37	47,796	D	
Common Stock	02/25/2022		M		5,657	A	\$0	53,453	D	
Common Stock	02/25/2022		F		1,639	D	\$21.77	51,814	D	
Common Stock	02/25/2022		M		5,092	A	\$0	56,906	D	
Common Stock	02/25/2022		F		1,582	D	\$21.77	55,324	D	
Common Stock								4,697.24	I	By USP trust

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

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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
Restricted Stock Units	(1)	02/28/2022		M			6,224	(2)	(2)	Common Stock	6,224	\$0	6,225	D	
Restricted Stock Units	(3)	02/28/2022		M			6,224	(4)	(4)	Common Stock	7,748	\$0	0	D	
Restricted Stock Units	(5)	02/25/2022		M			5,657	(6)	(6)	Common Stock	5,657	\$0	11,315	D	
Restricted Stock Units	(7)	02/25/2022		M			5,657	(8)	(8)	Common Stock	5,092	\$0	0	D	
Restricted Stock Units	(9)	02/25/2022		A			22,404	(10)	(10)	Common Stock	22,404	\$0	22,404	D	

**Explanation of Responses:**

- Each restricted stock unit represents a contingent right to receive one share of Unisys Corporation common stock.
- Time-based restricted stock units ("TB-RSUs") granted on February 28, 2020 under the Unisys Corporation 2019 Long-Term Incentive and Equity Compensation Plan. The TB-RSUs vest in three equal installments on February 28, 2021, 2022 and 2023, respectively (or is such date does not fall on a trading day, the immediately preceding trading day).
- Each restricted stock unit represents a contingent right to receive 1.2448 shares of Unisys Corporation common stock.
- Performance-based restricted stock units ("PB-RSUs") granted on February 28, 2020 under the Unisys Corporation 2019 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, 2020 through December 31, 2020, 2021 and 2022, respectively, and then such PB-RSUs vest on the later of February 28, 2021, 2022 and 2023, 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 2021 performance period. All shares resulting from such earned PB-RSUs vested on February 28, 2022.
- Each restricted stock unit represents a contingent right to receive one share of Unisys Corporation common stock.
- Time-based restricted stock units ("TB-RSUs") granted on February 26, 2021 under the Unisys Corporation 2019 Long-Term Incentive and Equity Compensation Plan. The TB-RSUs vest in three equal installments on February 26, 2022, 2023 and 2024, respectively (or if such date does not fall on a trading day, the immediately preceding trading day).
- Each restricted stock unit represents a contingent right to receive 0.9000 shares of Unisys Corporation common stock.

8. Performance-based restricted stock units ("PB-RSUs") granted on February 26, 2021 under the Unisys Corporation 2019 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, 2021 through December 31, 2021, 2022 and 2023, respectively, and then such PB-RSUs vest on the later of February 26, 2022, 2023 and 2024, respectively (or if 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 2021 performance period. All shares resulting from such earned PB-RSUs vested on February 26, 2022.

9. Each restricted stock unit represents a contingent right to receive one share of Unisys Corporation common stock.

10. Time-based restricted stock units ("TB-RSUs") granted on February 25, 2022 under the Unisys Corporation 2019 Long-Term Incentive and Equity Compensation Plan. The TB-RSUs vest in three equal installments on February 25, 2023, 2024 and 2025, respectively (or if such date does not fall on a trading day, the immediately preceding trading day).

Natasha Redding, attorney-in-  
fact

03/01/2022

\*\* 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.

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