Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See

## **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 hours per response:

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     GUPTA VISHAL						2. Issuer Name and Ticker or Trading Symbol UNISYS CORP [ UIS ]									5. Relationship of Reporting (Check all applicable) Director			10% Ow	ner	
(Last) 801 LAK	(F KEVIEW D	(First) (Middle) / DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 07/24/2020								X	Officer (give title below)  Senior Vic		Other (spelow)  ce President		респу	
(Street) BLUE BELL PA 19422 (City) (State) (Zip)				n-Deriv	-	4. If Amendment, Date of Original Filed (Month/Day/Year)  ative Securities Acquired, Disposed of, or Benefi								ine) X	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
1. Title of Security (Instr. 3)				2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date,			3. 4. Transaction Dicode (Instr. 5)		ecurities Acquired (A) or osed Of (D) (Instr. 3, 4 and			5. Amount of		6. Own Form: I (D) or II (I) (Inst	Direct c Indirect E tr. 4)	7. Nature of Indirect Beneficial Ownership Instr. 4)	
									Code	v	Amount	(A) o (D)	r Price	е	Transac (Instr. 3	tion(s)			,	
Common Stock 0					07/24/2020						4,831	l A	\$	\$ <mark>0</mark>	15,281		Ι	D		
Common Stock				07/24/2020		)			F		1,454	4 D	\$10	\$10.99 13,		3,827		D		
Common Stock				07/2	07/24/2020				М		6,313	3 A	\$	\$ <mark>0</mark>	20,140		D			
Common Stock 07/2					/24/2020				F		1,900	) D	\$10	0.99	18,240		D			
1. Title of	2.	T  3. Transaction	able II -	(e.g., p			s, wa	arrants	uired, D	ıs, c	onverti		urities	5)	Owned	9. Number	r of 1	.0.	11. Naturo	
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution if any (Month/Da	Date,	Transa	Transaction Code (Instr.		n of E		n Date		Amount of Securities Underlying Derivative Securi (Instr. 3 and 4)		D S (I	erivative ecurity nstr. 5)	derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly O	overship Form: Direct (D) Or Indirect I) (Instr. 4)	of Indirect Beneficial Ownershi tt (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisab		xpiration ate	Title	Amour or Number of Shares	er						
Restricted Stock Units	(1)	07/24/2020		М			4,831		(2)		(2)	Common Stock	4,83	1	\$0	4,831		D		
		1																		

## **Explanation of Responses:**

(3)

Restricted

Stock

- 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 July 25, 2018 under the Unisys Corporation 2016 Long-Term Incentive and Equity Compensation Plan. The TB-RSUs vest in three equal annual installments on July 25, 2019, 2020 and 2021, respectively (or if such date does not fall on a trading day, the immediately preceding trading day).

(4)

4,831

- 3. Each restricted stock unit represents a contingent right to receive 1.3066 shares of Unisys Corporation common stock.
- 4. Performance-based restricted stock units ("PB-RSUs") granted on July 25, 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, 2019 through December 31, 2018, 2019 and 2020, respectively, and then such PB-RSUs vest on July 25, 2019, 2020 and 2021, respectively (or if such date does not fall on a trading day, the immediately preceding trading day). This report only relates to the PB-RSUs the reporting person earned during the 2019 performance period. All shares resulting from such earned PB-RSUs vested on July 24, 2020.

John M. Armbruster, attorneyin-fact

6,313

07/27/2020

D

\*\* Signature of Reporting Person

Common 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).

07/24/2020

\*\* 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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