SEC Form 3

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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[*] Prohl Kristen	2. Date of Event Requiring Statement (Month/Day/Year) 08/07/2023	3. Issuer Name **and** Ticker or Trading Symbol UNISYS CORP [UIS]

(Last)   (First)   (Middle)

C/O UNISYS CORPORATION

801 LAKEVIEW DRIVE, SUITE 100

(Street)

BLUE BELL   PA   19422

(City)   (State)   (Zip)

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Director
X Officer (give title below)	10% Owner
Other (specify below)
SVP, GC, Secretary & CAO

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Stock Units[(1)]	[(2)]	[(2)]	Common Stock	21,848	0	D	
TSR Restricted Stock Units[(1)]	[(3)]	[(3)]	Common Stock	6,555	0	D	

Explanation of Responses:

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 August 1, 2023, under the Unisys Corporation 2023 Long-Term Incentive and Equity Compensation Plan. The TB-RSUs vest in three equal installments on August 3, 2024, 2025, and 2026 respectively (or if such date does not fall on a trading day, the immediately preceding trading day).

3. TSR-based restricted stock units ("TSR Based-RSUs") granted on August 1, 2023, under the Unisys Corporation 2023 Long-Term Incentive and Equity Compensation Plan. The TSR Based-RSUs are eligible to be earned in equal annual amounts over a three year period based on Unisys Corporation's relative total shareholder return ("rTSR") compared to the Russell 2000 Index (inclusive of dividends and stock splits) from January 1, 2023 through December 31, 2023, 2024 and 2025, respectively, and then such TSR Based-RSUs vest on the later of the respective anniversary date of the grant and the date on which the Compensation Committee certifies the achievement of the goals of the applicable tranche of the TSR Based-RSU grant. The payout ranges from 0 to 200% of target based on the rTSR from a percentile positioning perspective among the constituent companies of the Russell 2000 Index. Amount reported is target TSR Based-RSUs issuable.

Natasha Redding, attorney-in-fact

08/16/2023

** 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 5 (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.