SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 1995.

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from __________ to __________.

Commission file number 1-8729

UNISYS CORPORATION
(Exact name of registrant as specified in its charter)

Delaware	38-0387840
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

Township Line and Union Meeting Roads
Blue Bell, Pennsylvania 19424
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code:(215) 986-4011

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES [X] NO [ ]

Number of shares of Common Stock outstanding as of September 30, 1995: 171,396,755.

Part I - FINANCIAL INFORMATION
Item 1. Financial Statements.

UNISYS CORPORATION
CONSOLIDATED BALANCE SHEET
(Millions)

	September 30, 1995 (Unaudited)	December 31, 1994
Assets		
Current Assets		
Cash and cash equivalents	$ 813.0	$ 868.4
Marketable securities	7.0	16.2
Accounts and notes receivable, net	1,037.1	945.1
Inventories		
Finished equipment and supplies	365.5	355.0
Work in process and raw materials	358.9	281.3
Deferred income taxes	281.4	310.5
Other current assets	89.1	98.3
Net assets of discontinued operations		526.5
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Total	2,952.0	3,401.3
Long-term receivables, net	59.5	71.5
Properties and rental equipment	2,091.9	2,209.9
Less-Accumulated depreciation	1,407.9	1,479.9
Properties and rental equipment, net	684.0	730.0
Cost in excess of net assets acquired	1,019.5	998.0
Investments at equity	369.8	315.8
Deferred income taxes	514.0	583.2
Other assets	1,142.5	1,093.6
Total	$6,741.3	$7,193.4
Liabilities and stockholders' equity		
Current liabilities		
Notes payable	$ 18.3	$ 8.9
Current maturities of long-term debt	343.4	71.2
Accounts payable	839.2	917.6
Other accrued liabilities	870.8	1,123.6
Dividends payable	30.2	26.6
Estimated income taxes	141.1	237.7
Total	2,243.0	2,385.6
Long-term debt	1,533.5	1,864.1
Other liabilities	347.7	339.2
Stockholders' equity		
Preferred stock	1,570.3	1,570.3
Common stock, issued:		
1995, 172.3; 1994, 171.8	1.7	1.7
Retained earnings	4.4	45.7
Other capital	1,040.7	986.8
Stockholders' equity	2,617.1	2,604.5
Total	$6,741.3	$7,193.4

See notes to consolidated financial statements.

UNISYS CORPORATION
CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)
(Millions, except per share data)

	Three Months Ended September 30		Nine Months Ended September 30	
	1995	1994	1995	1994
Revenue				
Sales	$ 570.3	$ 723.4	$1,879.6	$2,070.2
Services	546.3	429.8	1,481.7	1,165.1
Equipment maintenance	344.1	328.7	1,002.3	993.9
	1,460.7	1,481.9	4,363.6	4,229.2
Costs and expenses				
Cost of sales	352.5	393.9	1,073.7	1,110.1
Cost of services	442.0	331.0	1,182.4	896.9
Cost of equipment maintenance	219.0	207.7	632.1	611.6
Selling, general and administrative	389.4	375.8	1,111.2	1,059.2
Research and development	86.0	110.5	270.3	338.1
	1,488.9	1,418.9	4,269.7	4,015.9
Operating income (loss)	(28.2)	63.0	93.9	213.3
Interest expense	49.5	50.2	151.1	153.1
Other income, net	28.9	30.2	117.4	61.4
Income (loss) from continuing operations before income taxes	(48.8)	43.0	60.2	121.6
Estimated income taxes (benefit)	(16.6)	12.2	20.5	33.5
Income (loss) from continuing operations before extraordinary item	(32.2)	30.8	39.7	88.1
Income from discontinued operations		12.1	12.5	72.4
Extraordinary item				(7.7)
Net income (loss)	(32.2)	42.9	52.2	152.8
Dividends on preferred shares	30.2	30.0	90.1	90.1
Earnings (loss) on common shares	$ (62.4)	$ 12.9	$ (37.9)	$ 62.7
Earnings (loss) per common share				
Primary				
Continuing operations	$ (.36)	$ .01	$ (.29)	$ (.02)
Discontinued operations		.07	.07	.42
Extraordinary item				(.04)
Total	$ (.36)	$ .08	$ (.22)	$ .36
Fully diluted				
Continuing operations	$ (.36)	$ .02	$ (.29)	$ (.02)
Discontinued operations		.06	.07	.42
Extraordinary item				(.04)
Total	$ (.36)	$ .08	$ (.22)	$ .36

See notes to consolidated financial statements.

UNISYS CORPORATION
CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)
(Millions)

	Nine Months Ended September 30 1995	1994
Cash flows from operating activities		
Income from continuing operations	$ 39.7	$ 88.1
Add (deduct) items to reconcile income from continuing operations to net cash (used for) provided by operating activities:		
Effect of extraordinary item		(7.7)
Depreciation	156.0	163.9
Amortization:		
Marketable software	94.9	114.7
Cost in excess of net assets acquired	30.5	27.7
(Increase) in deferred income taxes	(7.4)	(9.4)
Decrease in receivables, net	20.0	33.6
(Increase) in inventories	(67.4)	(65.2)
(Decrease) in accounts payable and other accrued liabilities	(352.2)	(283.7)
(Decrease) in estimated income taxes	(83.3)	(38.4)
(Decrease) in other liabilities	(4.4)	(12.3)
(Increase) decrease in other assets	(96.6)	75.8
Other	18.8	33.8
Net cash (used for) provided by operating activities	(251.4)	120.9
Cash flows from investing activities		
Proceeds from investments	2,628.0	1,330.8
Purchases of investments	(2,642.6)	(1,348.7)
Proceeds from marketable securities	14.4	185.3
Purchases of marketable securities		(97.2)
Proceeds from sales of properties	28.1	16.9
Investment in marketable software	(92.2)	(93.7)
Capital additions of properties and rental equipment	(142.4)	(135.7)
Purchase of businesses	(39.2)	
Net cash used for investing activities	(245.9)	(142.3)
Cash flows from financing activities		
Principal payments of debt	(67.9)	(139.8)
Net proceeds from short-term borrowings	9.3	9.0
Dividends paid on preferred shares	(90.0)	(198.0)
Other	2.8	3.1
Net cash used for financing activities	(145.8)	(325.7)
Effect of exchange rate changes on cash and cash equivalents	7.2	(10.3)
Net cash used for continuing operations	(635.9)	(357.4)
Discontinued operations		
Proceeds from sale	862.0	
Other	(281.5)	88.9
Net cash provided by discontinued operations	580.5	88.9
(Decrease) in cash and cash equivalents	(55.4)	(268.5)
Cash and cash equivalents, beginning of period	868.4	835.4
Cash and cash equivalents, end of period	$ 813.0	$ 566.9

See notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

In the opinion of management, the financial information furnished herein reflects all adjustments necessary for a fair presentation of the financial position, results of operations and cash flows for the interim periods specified. These adjustments consist only of normal recurring accruals. Because of seasonal and other factors, results for interim periods are not necessarily indicative of the results to be expected for the full year.

a. In May, 1995, the Company sold its defense business to Loral Corporation ("Loral") for cash of $862 million. The Company's financial results of operations for the nine months ended September 30, 1995 include the results of operations of its defense business for the three months ended March 31, 1995. For such period and all prior periods, the net results of these defense operations are being reported separately in the Consolidated Statement of Income as "income from discontinued operations". In addition, the other financial statements have been restated to report the defense business as a discontinued operation. In November, 1995, the Company and Loral completed the agreed upon purchase price adjustment process. The impact of the sale, which is not expected to be material, will be reported in the December, 1995 quarter as discontinued operations.

The following is a summary of the results of operations of the Company's defense business (in millions of dollars):

	Year Ended Dec. 31, 1994	Three Months Ended Sept. 30, 1994	Nine Months Ended Sept. 30, 1994	Three Months Ended March 31, 1995
Revenue	$1,421.5	$ 306.2	$1,047.0	$258.1
Operating income	$ 151.6	$ 22.5	$ 114.3	$ 25.7
Income before income taxes	$ 138.6	$ 17.5	$ 104.4	$ 19.0
Estimated income taxes	42.5	5.4	32.0	6.5
Net income	$ 96.1	$ 12.1	$ 72.4	$ 12.5

The net assets of discontinued operations at December 31, 1994 were as follows (in millions of dollars):

Current assets	$266.7
Current liabilities	(123.8)
Property, plant and equipment, net	203.7
Cost in excess of net assets acquired	144.5
Other, net	35.4
Total	$526.5

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (CONT'D.)

b. During the nine months ended September 30, 1994, the Company recorded an extraordinary charge for repurchases of debt of $7.7 million, net of $5.1 million of income tax benefits, or $.04 per fully diluted common share.

c. For the three and nine months ended September 30, 1995, the computation of primary earnings per share is based on the weighted average number of outstanding common shares. The computation of primary earnings per share for the three and nine months ended September 30, 1994 also includes additional shares assuming the exercise of stock options. The computation of fully diluted earnings per share, for the three months ended September 30, 1994, assumes the conversion of the 8 1/4% Convertible Subordinated Notes due August 1, 2000. Such conversion was not assumed for the three and nine months ended September 30, 1995 or for the nine months ended September 30, 1994 since it would have been antidilutive. None of the periods presented below assumes conversion of the Series A Preferred Stock since this would have been antidilutive. The shares used in the computations are as follows (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30	
	1995	1994	1995	1994
Primary	171,387	171,803	171,185	172,460
Fully diluted	171,387	205,597	171,185	172,460

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Overview

On October 6, 1995, the Company announced that it will dismantle its highly interdependent matrix management structure and realign internally into three business units (information services, support services and computer systems), each with its own marketing and sales organizations. The Company's goal from the realignment is to reduce its current cost structure and create annual savings of at least $400 million by the end of 1996. Cost savings are expected to come from reducing the overhead and administrative costs associated with the matrix structure, facility consolidation and personnel reductions. In addition, the Company will be evaluating its deferred tax assets and cost in excess of net assets acquired in light of the planned restructuring actions. The Company expects to take a significant charge against earnings in the fourth quarter of 1995 in connection with these initiatives. The Company is in the process of determining the size of the charge and impact on employment levels.

In May, 1995, the Company sold its defense business to Loral Corporation ("Loral") for cash of $862 million. The Company's financial results of operations for the nine months ended September 30, 1995 include the results of operations of its defense business for the three months ended March 31, 1995. For such period and all prior periods, the net results of these defense operations are being reported separately in the Consolidated Statement of Income as "income from discontinued operations". In addition, the other financial statements have been restated to report the defense business as a discontinued operation. In November, 1995, the Company and Loral completed the agreed upon purchase price adjustment process. The impact of the sale, which is not expected to be material, will be reported in the December, 1995 quarter as discontinued operations.

During the third quarter of 1995, the Company acquired its South African distributor for cash. The acquisition benefited both revenue and profitability for the quarter.

Results of Operations

For the three months ended September 30, 1995, the Company reported a net loss from continuing operations of $32.2 million, or $.36 per primary and fully diluted common share, compared to net income from continuing operations of $30.8 million, or $.01 per primary and $.02 per fully diluted common share, for the three months ended September 30, 1994. Total net income in the year ago period was $42.9 million, or $.08 per primary and fully diluted share, including $12.1 million, or $.07 per primary and $.06 per fully diluted share, from discontinued operations.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations (Cont'd).

Revenue for the quarter ended September 30, 1995 was $1.46 billion, down 1% from $1.48 billion for the quarter ended September 30, 1994. Sales revenue declined 21%, when compared to the prior year period, principally due to decreases in sales of enterprise systems and servers. Services revenue in the quarter increased 27% to $546.3 million from $429.8 million in last years' third quarter. Services revenue, which is the Company's single largest revenue stream, represented 37% of total revenue for the three months ended September 30, 1995 compared to 29% in the comparable period a year ago. Equipment maintenance revenue for the current quarter increased 5% from the prior year.

Sales gross profit margin was 38% in the current period compared to 46% in the prior year period. The decline was due in large part to a higher proportion of lower-margin personal computer sales and the reduced volume of large computer systems sales. Services gross profit margin was 19% in the current quarter compared to 23% a year ago. The decline in services gross profit margin was mainly due to project cost adjustments. Business risks associated with services contracts, particularly large, multi-year, fixed-price systems integration contracts, may, from time to time, continue to create volatility in margins. Equipment maintenance gross profit margin was 36% in the current period compared to 37% last year.

The total gross profit margin was 31% for the three months ended September 30, 1995 compared to 37% in the comparable period a year ago. The total gross profit margin is expected to continue to be pressured by competitive pricing and the continuing shift to lower-margin products and services.

In the third quarter of 1995, selling, general and administrative expenses were $389.4 million compared to $375.8 million in the third quarter of 1994, with approximately one-third of the increase due to the effects of foreign currency translation.

Research and development expenses were $86.0 million in the quarter ended September 30, 1995 compared to $110.5 million a year earlier. The reduction principally reflects the Company's move to common hardware platforms and technologies. Research and development expense as a percent of total revenue is expected to continue to decline consistent with the increasing proportion of revenue from the services business which requires less research and development expenditures.

As a result of the above, the Company had an operating loss of $28.2 million in the current period compared to operating income of $63.0 million last year.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations (Cont'd).

It is the Company's policy to minimize its exposure to foreign currency fluctuations. Due to a weakening of the U.S. dollar compared to foreign currencies, foreign currency changes, including the cost of hedging, had a modest positive effect on net income when compared to the year-ago quarter.

The loss from continuing operations before income taxes was $48.8 million in the current quarter compared to income of $43.0 million a year earlier.

Estimated income taxes were a benefit of $16.6 million for the three months ended September 30, 1995 compared to a provision of $12.2 million for the three months ended September 30, 1994.

For the nine months ended September 30, 1995, net income from continuing operations was $39.7 million or a loss of $.22 per primary and fully diluted common share after preferred dividends. Net income from discontinued operations in the quarter ended March 31, 1995 was $12.5 million or $.07 per primary share and $.06 per fully diluted share. The 1995 second quarter financial impact from the defense business, which was sold in May, will be reported in the December, 1995 quarter as discontinued operations. In the nine-month period one year ago, net income from continuing operations was $88.1 million or a $.02 per share loss (both primary and fully diluted) after preferred dividends. In the year-ago period, total net income was $152.8 million, or $.36 per primary and fully diluted share including an extraordinary charge of $7.7 million or $.04 per share associated with repurchases of debt. Revenue was $4.36 billion, compared to $4.23 billion for the first nine months of 1994.

Financial Condition

During the nine months ended September 30, 1995, cash used for operating activities was $251.4 million compared to $120.9 million of cash provided by operating activities during the nine months ended September 30, 1994. The increase in cash used was due in large part to restructuring payments and a reduction in payables, an increase in income tax payments and management's decision to reduce the level of accounts receivable discounting.

Investments in properties and rental equipment during the nine months ended September 30, 1995 were $142.4 million compared to $135.7 million in the prior year.

At September 30, 1995, total debt was $1.90 billion, a decrease of $49.0 million from December 31, 1994. Cash, cash equivalents and marketable securities at September 30, 1995 were $820.0 million compared to $884.6 million at December 31, 1994. During the nine months ended September 30, 1995, debt net of cash and marketable securities increased $15.6 million to $1,075.2 million. As a percent of total capital, debt net of cash and marketable securities was 29% at both September 30, 1995 and December 31, 1994.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations (Cont'd).

During the nine months ended September 30, 1995 and 1994, the Company retired $67.9 million and $139.8 million principal amount of debt securities, respectively. The Company intends, from time to time, to continue to redeem or repurchase its securities in the open market or in privately negotiated transactions depending upon availability, market conditions, and other factors.

The Company has on file with the Securities and Exchange Commission an effective registration statement covering $500 million of debt or equity securities. The registration statement enables the Company to be prepared for future market opportunities. Proceeds from future offerings of these securities are anticipated to be used for general corporate purposes, including reduction or refinancing of debt.

On March 27, 1995, the Company amended its revolving credit agreement to increase the amount available for borrowing to $325 million from $300 million and to extend the term until May 31, 1996. During the three months ended September 30, 1995, the Company's banks waived compliance with the interest coverage covenant set forth therein for the third quarter of 1995. The Company expects that further discussions with its banks will be held regarding the anticipated fourth-quarter charge. The credit agreement provides for short-term borrowings and up to $100 million of letters of credit. During the nine months ended September 30, 1995, there were no borrowings under this agreement.

Dividends paid on preferred stock amounted to $90.0 million during the nine months ended September 30, 1995 compared to $198.0 million in the year-ago period. The prior year amount included full payment of preferred dividend arrearages.

Net cash provided by the discontinued defense operations during the nine months ended September 30, 1995 was $580.5 million consisting of $862.0 million proceeds from the sale offset by cash used of $281.5 million. In November, 1995, in connection with completion of the purchase price adjustment process relating to the sale of its defense business, the Company received cash of approximately $88 million, which will be reflected in the December, 1995 quarter as an offset against cash used by discontinued operations.

Stockholders' equity increased $12.6 million during the nine months ended September 30, 1995 to $2,617.1 million, principally reflecting net income of $52.2 million and favorable foreign currency translation of $51.5 million offset by the payment of preferred dividends.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations (Cont'd).

At September 30, 1995, the Company had deferred tax assets in excess of deferred tax liabilities of $1,057 million. For the reasons cited below, management determined that it is more likely than not that $730 million of such assets will be realized, therefore resulting in a valuation allowance of $327 million. In assessing the likelihood of realization of this asset, the Company considered various factors including its forecast of future taxable income and available tax planning strategies that could be implemented to realize deferred tax assets.

The principal basis used to assess the likelihood of realization was the Company's forecast of future taxable income which was adjusted by applying probability factors to the achievement of this forecast. Forecasted taxable income is expected to arise from ordinary and recurring operations and to be sufficient to realize the entire amount of net deferred tax assets. Approximately $2.1 billion of future taxable income (predominantly U.S.) is needed to realize all of the net deferred tax assets.

The Company's net deferred tax assets include substantial amounts of net operating loss and tax credit carryforwards. The major portion of such carryforwards expire in 1998 and beyond. In addition, substantial amounts of foreign net operating losses have an indefinite carryforward period. Failure to achieve forecasted taxable income might affect the ultimate realization of the net deferred tax assets. In recent years, the information management business has undergone dramatic changes and there can be no assurance that in the future there would not be increased competition or other factors which may result in a decline in sales or margins, loss of market share, or technological obsolescence.

As discussed above, the Company will evaluate the realizability of its net deferred tax assets in light of the planned restructuring actions and will adjust the amount of its valuation allowance, if necessary.

The Company may settle certain open tax years with the Internal Revenue Service in 1996. It is expected that such settlements will result in cash payments of approximately $80 million (including interest). These payments will not affect earnings since provision for these taxes has been made in prior years.

Part II - OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

See Exhibit Index.

(b) Reports on Form 8-K

During the quarter ended September 30, 1995, the Company filed no Current Reports on Form 8-K.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

UNISYS CORPORATION

Date: November 14, 1995

By: /s/ George T. Robson

George T. Robson
Senior Vice President and
Chief Financial Officer
(principal financial officer)

EXHIBIT INDEX

EXHIBIT 11.1

UNISYS CORPORATION
STATEMENT OF COMPUTATION OF EARNINGS PER SHARE
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 1995 AND 1994
(UNAUDITED)
(Millions, except share data)

Primary Earnings Per Common Share	1995	1994
Average Number of Outstanding Common Shares	171,184,699	170,689,839
Additional Shares Assuming Exercise of Stock Options	816,414	1,769,947
Average Number of Outstanding Common Shares and Common Share Equivalents	172,001,113	172,459,786
Income From Continuing Operations Before Extraordinary Item	$ 39.7	$ 88.1
Dividends on Series A, B and C Preferred Stock	(90.1)	(90.1)
Primary Earnings on Common Shares Before Discontinued Operations and Extraordinary Item	(50.4)	(2.0)
Income From Discontinued Operations	12.5	72.4
Extraordinary Item		(7.7)
Primary Earnings (Loss) on Common Shares	$(37.9)	$ 62.7
Primary Earnings (Loss) Per Common Share		
Continuing Operations	$(.29)	$(.02)
Discontinued Operations	.07	.42
Extraordinary Item		(.04)
Total	$(.22)	$.36

Fully Diluted Earnings Per Common Share

	1995	1994
Average Number of Outstanding Common Shares and Common Share Equivalents	172,001,113	172,459,786
Additional Shares:		
Assuming Conversion of 8 1/4% Convertible Notes	33,697,387	33,698,698
Attributable to Stock Options	34,992	148,368
Common Shares Outstanding Assuming Full Dilution	205,733,492	206,306,852
Primary Earnings (Loss) on Common Shares Before Discontinued Operations and Extraordinary Item	$(50.4)	$(2.0)
Interest Expense on 8 1/4% Convertible Notes, Net of Applicable Tax	13.3	13.3
Fully Diluted Earnings (Loss) on Common Shares Before Discontinued Operations and Extraordinary Item	(37.1)	11.3
Income From Discontinued Operations	12.5	72.4
Extraordinary Item		(7.7)
Fully Diluted Earnings (Loss) on Common Shares	$(24.6)	$76.0
Fully Diluted Earnings (Loss) per Common Share		
Continuing Operations	$(.18)	$ .06
Discontinued Operations	.06	.35
Extraordinary Item		(.04)
Total	$(.12)	$ .37

Earnings (Loss) Per Common Share As Reported

	1995	1994
Primary		
Continuing Operations	$(.29)	$ (.02)
Discontinued Operations	.07	.42
Extraordinary Item		(.04)
Total	$(.22)	$ .36

Fully Diluted

Continuing Operations	$(.29)	$(.02)
Discontinued Operations	.07	.42
Extraordinary Item		(.04)
Total	$(.22)	$ .36

EXHIBIT 11.2

UNISYS CORPORATION
STATEMENT OF COMPUTATION OF EARNINGS PER SHARE
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 1995 AND 1994
(UNAUDITED)
(Millions, except share data)

Primary Earnings Per Common Share	1995	1994
Average Number of Outstanding Common Shares	171,387,269	170,831,860
Additional Shares Assuming Exercise of Stock Options	644,899	970,853
Average Number of Outstanding Common Shares and Common Share Equivalents	172,032,168	171,802,713
Income (Loss) From Continuing Operations	$(32.2)	$ 30.8
Dividends on Series A, B and C Preferred Stock	(30.2)	(30.0)
Primary Earnings (Loss) on Common Shares Before Discontinued Operations	(62.4)	.8
Income From Discontinued Operations		12.1
Primary Earnings (Loss) on Common Shares	$(62.4)	$ 12.9
Primary Earnings (Loss) Per Common Share		
Continuing Operations	$(.36)	$ .01
Discontinued Operations		.07
Total	$(.36)	$.08
Fully Diluted Earnings Per Common Share		
Average Number of Outstanding Common Shares and Common Share Equivalents	172,032,168	171,802,713
Additional Shares:		
Assuming Conversion of 8 1/4% Convertible Notes	33,697,387	33,697,762
Attributable to Stock Options		96,648
Common Shares Outstanding Assuming Full Dilution	205,729,555	205,597,123
Primary Earnings (Loss) on Common Shares Before Discontinued Operations	$(62.4)	$ .8
Interest Expense on 8 1/4% Convertible Notes, Net of Applicable Tax	4.4	4.4
Fully Diluted Earnings (Loss) on Common Shares Before Discontinued Operations	(58.0)	5.2
Income From Discontinued Operations		12.1
Fully Diluted Earnings (Loss) on Common Shares	$(58.0)	$ 17.3
Fully Diluted Earnings (Loss) per Common Share		
Continuing Operations	$(.28)	$ .02
Discontinued Operations		.06
Total	$(.28)	$ .08
Earnings (Loss) Per Common Share As Reported		
Primary		
Continuing Operations	$(.36)	$ .01
Discontinued Operations		.07
Total	$(.36)	$ .08
Fully Diluted		
Continuing Operations	$(.36)	$ .02
Discontinued Operations		.06
Total	$(.36)	$ .08

Exhibit 12

UNISYS CORPORATION
COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES (UNAUDITED)
($ in millions)

	Nine Months Ended September 30,	Years Ended December 31				
	1995	1994	1993	1992	1991	1990
Income (loss) from continuing operations before income taxes	$ 60.2	$ 14.6	$370.9	$301.3	$(1,425.6)	$(456.8)
Add (deduct) share of loss (income) of associated companies	(13.4)	16.6	14.5	3.2	(6.5)	(51.8)
Subtotal	46.8	31.2	385.4	304.5	(1,432.1)	(508.6)
Interest expense (net of interest capitalized)	151.1	203.7	241.7	340.6	407.6	446.7
Amortization of debt issuance expenses	4.0	6.2	6.6	4.8	1.8	1.5
Portion of rental expense representative of interest	48.8	65.0	70.5	78.8	80.9	77.0
Total Fixed Charges	203.9	274.9	318.8	424.2	490.3	525.2
Earnings (loss) from continuing operations before income taxes and fixed charges	$250.7	$306.1	$704.2	$728.7	$(941.8)	$16.6
Ratio of earnings to fixed charges	1.23	1.11	2.21	1.72	(a)	(a)

(a) Earnings for the years ended December 31, 1991 and 1990 were inadequate to cover fixed charges by approximately $1,432.1 million and $508.6 million respectively.

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THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE COMPANY'S FINANCIAL STATEMENTS INCLUDED IN THE COMPANY'S FORM 10-Q FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 1995 AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.
1,000,000

9-MOS
DEC-31-1995
SEP-30-1995
813
7
1,129
(77)
724
2,952
2,092
1,408
6,741
2,243
1,534
2
0
1,570
1,045
6,741
1,880
4,364
1,074
2,888
0
13
151
60
20
40
13
0
0
52
(.22)
(.22)