FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Nashington, [ | D.C. 20 | 0549 |
|---------------|---------|------|
|---------------|---------|------|

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burden | burden    |  |  |  |  |  |  |  |  |
| hours per response       | 0.5       |  |  |  |  |  |  |  |  |

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

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*  KENNEY GERALD P  |   |  |   |         |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol UNISYS CORP [ UIS ] |       |   |   |          |     |                  |  |                         |  | Relationship<br>eck all appli<br>Directo              | cable)<br>or  | g Pers    | 10% Ov   | ner  |  |  |
|  | CORPOR  | ATION                                      | (Middle)                                      |         | 3. Date of Earliest Transaction (Month/Day/Year) 02/15/2022 |  |       |   |   |          |     |                  | X Officer (give title below) Other (specify below)  SVP, Gen. Counsel & Secretary            |                         |  |   |   |           |  |  |  |  |
| 801 LAF  | EVIEW D   | RIVE, SUITE 10                             |   |         | 4. If   | Am   | endme | nt, Date  | of Orig   | inal Fil | led | (Month/Da        | ay/Yea   | ar)                     | 6. II                                  | 6. Individual or Joint/Group Filing (Check Applicable |   |           |  |  |  |  |
| (Street) BLUE B  | ELL PA  | A  | 19422   |         |   |  |       |   | -   |          |     |                  |  | ŕ                       | Line                                   | X Form f  | iled by Mor   |           | orting Person  |  |  |  |
| (City)   | (S  | tate)                                      | (Zip)   |         |   |  |       |   |   |          |     |                  |  |                         |  | Persoi  | 1   |           |  |  |  |  |
|  |   | Tab  | le I - No                                     | n-Deriv | ative   | Se   | curit | ies Ad  | quire   | d, D     | isp | osed c           | of, or   | Ben                     | eficial                                | ly Owne   | t   |           |  |  |  |  |
| 1. Title of Security (Instr. 3)  2. Transa Date (Month/L   |   |  |   | ar)     | Execut if any   | xecution Date,<br>any  |       | 3. 4. Securi<br>Transaction Disposed<br>Code (Instr. 5) |   |          |     |                  | Benefic<br>Owned   | es<br>ally<br>Following | Form<br>(D) o                          | n: Direct<br>or Indirect<br>nstr. 4)                  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership   |           |  |  |  |  |
|  |   |  |   |         |   |  |       |   | Co  | Code V   |     | Amount           |  | (A) or<br>(D)           | Price                                  | Reporte<br>Transac<br>(Instr. 3                       | tion(s)   |           |  | (Instr. 4)   |  |  |
| Common Stock   |   |  |   | 02/15   | 5/2022  |  |       |   | N   | 1        |     | 3,624            | 1  | A                       | \$0                                    | 65  | 65,947  |           | D  |  |  |  |
| Common Stock 0   |   |  | 02/15   | /2022   | 2022  |  |       | F   |   |          | 926 |                  | D  | \$19.1                  | .1 65                                  | 5,021   |   | D         |  |  |  |  |
| Common Stock 02/15   |   |  |   | /2022   | 2022  |  | N     | ſ   |   | 3,484    |     | A                | \$0  | 68                      | 68,505                                 |   | D   |           |  |  |  |  |
| Common Stock 02/15/  |   |  |   | /2022   |   | F  |       |   | 1,033   |          | D   | \$19.1           | .1 67  | 67,472                  |  | D   |   |           |  |  |  |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |   |         |   |  |       |   |   |          |     |                  |  |                         |  |   |   |           |  |  |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemd<br>Execution<br>if any<br>(Month/Da | Date,   | 4.<br>Transactio<br>Code (Insti<br>8)                       |  |       |   | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Yea |          | ate |                  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Sect<br>(Instr. 3 and 4) |                         |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | s<br>Illy | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|  |   |  |   |         | Code  | v  | (A)   | (D)   | Date<br>Exerci  | sable    |     | kpiration<br>ate | Title  | 1                       | Amount<br>or<br>Number<br>of<br>Shares |   |   |           |  |  |  |  |
| Restricted<br>Stock<br>Units   | (1)   | 02/15/2022                                 |   |         | М   |  |       | 3,624   | (2  | )        |     | (2)              | Comi   |                         | 3,624                                  | \$0   | 0   |           | D  |  |  |  |
| Restricted<br>Stock  | (3)   | 02/15/2022                                 |   | T       | M   |  |       | 3,624   | (4  | -)       |     | (4)              | Com  |                         | 3,484                                  | \$0   | 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 February 15, 2019 under the Unisys Corporation 2016 Long-Term Incentive and Equity Compensation Plan. The TB-RSUs vest in three equal installments on February 15, 2020, 2021 and 2022, respectively (or is such date does not fall on a trading day, the immediately preceding trading day).
- 3. Each restricted stock unit represents a contingent right to receive 0.9611 shares of Unisys Corporation common stock.
- 4. Performance-based restricted stock units ("PB-RSUs") granted on February 15, 2019 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, 2019, 2020 and 2021, respectively, and then such PB-RSUs vest on the later of February 15, 2020, 2021 and 2022, 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 15, 2022.

Natasha Redding, attorney-in-<u>fact</u>

02/17/2021

\*\* Signature of Reporting Person

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.