SEC F	Form 4
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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 APP	ROVAL
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	hours per response:	0.5

1. Name and Address of Reporting Person [*] Ruckstuhl Ann S			2. Issuer Name and Ticker or Trading Symbol <u>UNISYS CORP</u> [UIS]		tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner		
(Last) (First) (Mi 801 LAKEVIEW DRIVE SUITE 100 (Street)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/09/2018		Officer (give title below) Senior Vice Presi	Other (specify below) r <mark>esident</mark>	
(Street) BLUE BELL (City)	PA (State)	19422 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year) 02/12/2018	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than C Person	ing Person	

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. Transa Code (8)		Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	02/09/2018		М		3,546	A	\$ <mark>0</mark>	6,604	D		
Common Stock	02/09/2018		F		1,194	D	\$ <mark>9.9</mark>	5,410	D		
Common Stock	02/09/2018		М		4,642	A	\$ <mark>0</mark>	10,052	D		
Common Stock	02/09/2018		F		1,665	D	\$ <mark>9.9</mark>	8,387	D		

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. Transa Code (8)		of		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	Amount or Number of Shares				
Restricted Stock Units	(1)	02/09/2018		М			3,546	(2)	(2)	Common Stock	3,546	\$0	7,093	D	
Restricted Stock Units	(3)	02/09/2018		М			3,546	(4)	(4)	Common Stock	4,642	\$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 granted under the Unisys Corporation 2016 Long-Term Incentive and Equity Compensation Plan. The restricted stock units vest in three equal annual installments beginning February 9, 2018.

3. Each restricted stock unit represents a contingent right to receive 1.309 shares of Unisys Corporation common stock.

4. Performance-based restricted stock units ("PB-RSUs") granted on February 9, 2017 under the Unisys Corporation 2016 Long-Term Incentive and Equity Compensation Plan. PB-RSUs are earned one-third annually over a three-year period to the extent Unisys Corporation achieves a performance goal relating to operating profit for that year in each of 2017, 2018 and 2019, respectively, and then such earned PB-RSUs events on February 9, 2018, 2019 and 2020, respectively. This report only relates to the PB-RSUs the reporting person earned based on the 2017 performance goal. All shares resulting from such earned PB-RSUs vested on February 9, 2018.

Remarks:

Explanatory Note: This Form 4/A is being filed to indicated that the transactions involving restricted stock units represented disposals rather than acquisitions.



** 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.