FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average 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).

## 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

1. Name and Address of Reporting Person*								e <b>and</b> Ticl			Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
ESPE MATTHEW J					٦	1110	10	<u> </u>	[ 010 ]			X	X Director		10% Owner		vner			
(Last)	ast) (First) (Middle) 01 LAKEVIEW DRIVE, SUITE 100						3. Date of Earliest Transaction (Month/Day/Year) 02/07/2011									Officer (give title Other (spe below) below)				
							endme	nt, Date o	of Origina	l Filed	(Month/Da	6. Inc	6. Individual or Joint/Group Filing (Check Applicable							
(Street)						(									Line)					
BLUE BELL PA 19422										X	X Form filed by One Reporting Person									
					-										Form filed by More than One Reporting Person					
(City)	(S	(State) (Zip)																		
		Tal	ole I - Nor	า-Deri	ivativ	e Se	curi	ties Ac	quired	, Dis	posed c	of, or B	enef	icially	/ Owned					
1. Title of Security (Instr. 3)  2. Transa Date (Month/D						ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code	action (Instr.	Dispose	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amour Securitie Beneficia Owned F	s Ily ollowing	Form	Direct Indirect Istr. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D) Pr		Price	Reported Transacti (Instr. 3 a	action(s)			(Instr. 4)	
Common Stock 02/07/						/2011			М		1,051	1.8 A		\$0	11,667.1			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 I if any (Month/Day	Date,		Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		xercis on Date Day/Ye		le and 7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4)		urity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or Nui of	mber ares						
Restricted Stock	\$0	02/07/2011			М			1,051.8	(2)		(2)	Common Stock	1,0	)51.8	\$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 terms and provisions of the Unisys Corporation 2007 Long-Term Incentive and Equity Compensation Plan. The restricted stock units vest in three annual installments beginning February 7, 2009.

By: Susan T. Keene, attorneyin-fact For: Matthew J. Espe

02/09/2011

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.

 $Persons \ who \ respond \ to \ the \ collection \ of \ information \ contained \ in \ this \ form \ are \ not \ required \ to \ respond \ unless \ the \ form \ displays \ a \ currently \ valid \ OMB \ Number.$