

Puvvada Venkatapathi R  
Form 4  
February 12, 2018

# 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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

#### OMB APPROVAL

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Puvvada Venkatapathi R

(Last) (First) (Middle)

UNISYS CORPORATION, 801  
LAKEVIEW DRIVE, SUITE 100

(Street)

BLUE BELL, PA 19422

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

UNISYS CORP [uis]

3. Date of Earliest Transaction  
(Month/Day/Year)

02/09/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Senior Vice President

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 Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
|                                       |   |   | Code                                 | V  | Amount<br>(A)<br>or<br>(D)   | Price  |   |
| Common<br>Stock                       | 02/09/2018                              |   | M                                    |  | 2,466  | A \$ 0   | 15,131 D  |
| Common<br>Stock                       | 02/09/2018                              |   | F                                    |  | 721  | D \$ 9.9   | 14,410 D  |
| Common<br>Stock                       | 02/09/2018                              |   | M                                    |  | 4,141  | A \$ 0   | 18,551 D  |
| Common<br>Stock                       | 02/09/2018                              |   | F                                    |  | 1,246  | D \$ 9.9   | 17,305 D  |
| Common<br>Stock                       | 02/09/2018                              |   | M                                    |  | 4,770  | A \$ 0   | 22,075 D  |

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|              |            |   |       |   |        |        |   |
|--------------|------------|---|-------|---|--------|--------|---|
| Common Stock | 02/09/2018 | F | 1,435 | D | \$ 9.9 | 20,640 | D |
| Common Stock | 02/09/2018 | M | 5,679 | A | \$ 0   | 26,319 | D |
| Common Stock | 02/09/2018 | F | 1,709 | D | \$ 9.9 | 24,610 | D |
| Common Stock | 02/09/2018 | M | 4,338 | A | \$ 0   | 28,948 | D |
| Common Stock | 02/09/2018 | F | 1,305 | D | \$ 9.9 | 27,643 | D |

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

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(9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |     | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                 | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |                            |    |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|---|----------------------------|----|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date | Title   | Amount or Number of Shares |    |
| Restricted Stock Units                     | (1)  | 02/09/2018                           |  | M                              |   | 2,703  |     | (2)   | (2)             | Common Stock  | 2,466                      | \$ |
| Restricted Stock Units                     | (3)  | 02/09/2018                           |  | M                              |   | 4,770  |     | (4)   | (4)             | Common Stock  | 4,141                      | \$ |
| Restricted Stock Units                     | (5)  | 02/09/2018                           |  | M                              |   | 4,770  |     | (6)   | (6)             | Common Stock  | 4,770                      | \$ |
| Restricted Stock Units                     | (7)  | 02/09/2018                           |  | M                              |   | 4,338  |     | (8)   | (8)             | Common Stock  | 5,679                      | \$ |
| Restricted Stock                           | (5)  | 02/09/2018                           |  | M                              |   | 4,338  |     | (9)   | (9)             | Common Stock  | 4,338                      | \$ |

Units

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| Puvvada Venkatapathi R<br>UNISYS CORPORATION<br>801 LAKEVIEW DRIVE, SUITE 100<br>BLUE BELL, PA 19422 |               |           | Senior Vice President |       |

## Signatures

John M. Armbruster,  
attorney-in-fact

02/12/2018

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Each restricted stock unit represents a contingent right to receive 1.309 shares of Unisys Corporation common stock.  
Performance-based restricted stock units ("PB-RSUs") granted on February 5, 2015 under the 2010 Long-Term Incentive and Equity Compensation Plan. The PB-RSUs are earned one-third annually over a three-year period to the extent that Unisys Corporation achieves a performance goal relating to operating profit for that year in each of 2015, 2016 and 2017, respectively, and then such earned PB-RSUs vest on February 5, 2016, 2017 and 2018, respectively (of, if the performance criteria are not determined until a later date, the date of such determination). 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.
- (3) Each restricted stock unit represents a contingent right to receive 0.868 shares of Unisys Corporation common stock.  
Performance-based restricted stock units ("PB-RSUs") granted on February 11, 2016 under the 2010 Long-Term Incentive and Equity Compensation Plan. The PB-RSUs are earned one-third annually over a three-year period to the extent that Unisys Corporation achieves a performance goal relating to operating profit for that year in each of 2016, 2017 and 2018, respectively, and then such earned PB-RSUs vest on February 11, 2017, 2018 and 2019, respectively (or if such day does not fall on a trading day, the immediately preceding trading day). 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.
- (5) Each restricted stock unit represents a contingent right to receive one share of Unisys Corporation common stock.
- (6) Time-based restricted stock units granted under the Unisys Corporation 2010 Long-Term Incentive and Equity Compensation Plan. The restricted stock units vest in three equal annual installments beginning February 11, 2017.
- (7) Each restricted stock unit represents a contingent right to receive 1.309 shares of Unisys Corporation common stock.  
Performance-based restricted stock units ("PB-RSUs") granted on February 9, 2017 under the 2016 Long-Term Incentive and Equity Compensation Plan. The PB-RSUs are earned one-third annually over a three-year period to the extent that 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 vest 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.
- (8) performance goal relating to operating profit for that year in each of 2017, 2018 and 2019, respectively, and then such earned PB-RSUs vest 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.
- (9) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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