

Thomson Michael M  
Form 4/A  
February 13, 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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Thomson Michael M

(Last) (First) (Middle)

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)  
02/12/2018

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

VP and Corporate Controller

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                                    |  | 868  | A \$ 0   | 2,099 D   |
| Common<br>Stock                       | 02/09/2018                              |   | F                                    |  | 297  | D \$<br>9.9  | 1,802 D   |
| Common<br>Stock                       | 02/09/2018                              |   | M                                    |  | 2,058  | A \$ 0   | 3,860 D   |
| Common<br>Stock                       | 02/09/2018                              |   | F                                    |  | 705  | D \$<br>9.9  | 3,155 D   |
| Common<br>Stock                       | 02/09/2018                              |   | M                                    |  | 1,572  | A \$ 0   | 4,727 D   |

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|              |            |   |       |   |        |         |   |              |
|--------------|------------|---|-------|---|--------|---------|---|--------------|
| Common Stock | 02/09/2018 | F | 538   | D | \$ 9.9 | 4,189   | D |              |
| Common Stock | 02/09/2018 | M | 1,000 | A | \$ 0   | 5,189   | D |              |
| Common Stock | 02/09/2018 | F | 321   | D | \$ 9.9 | 4,868   | D |              |
| Common Stock |            |   |       |   |        | 152.348 | I | By USP Trust |

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

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SEC 1474  
(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                              | 1,000   | (2) (2)  | Common Stock  | 868   |
| Restricted Stock Units                     | (3)  | 02/09/2018                           |  | M                              | 1,572   | (4) (4)  | Common Stock  | 2,058   |
| Restricted Stock Units                     | (5)  | 02/09/2018                           |  | M                              | 1,572   | (6) (6)  | Common Stock  | 1,572   |
| Restricted Stock Units                     | (5)  | 02/09/2018                           |  | M                              | 1,000   | (7) (7)  | Common Stock  | 1,000   |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
| Reporting Owners               |               |

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Director 10% Owner Officer

Other

Thomson Michael M  
801 LAKEVIEW DRIVE  
SUITE 100  
BLUE BELL, PA 19422

VP and Corporate Controller

## Signatures

John Armbruster, attorney  
in fact

02/13/2018

\_\_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 0.868 shares of Unisys Corporation common stock.
- Performance-based restricted stock units ("PB-RSUs") granted on February 11, 2016 under the Unisys Corporation 2010 Long-Term Incentive and Equity Compensation Plan. The 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 2016, 2017, and 2018, respectively, and then such earned PB-RSUs vest on February 11, 2017, 2018, and 2019, respectively (or if such date 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.
- (2) 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 Unisys Corporation 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 the Unisys Corporation achieves a performance goal related 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.
- (3) Each restricted stock unit represents a contingent right to receive one share of Unisys Corporation common stock.
- (4) 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.
- (5) 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.
- (6)
- (7)

## Remarks:

Explanatory Note: This Form 4/A is being filed to correct which transactions represent acquisitions and which represent dispositions.

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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