

MARCELLO RICHARD C

Form 4

March 01, 2010

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MARCELLO RICHARD C

(Last) (First) (Middle)

UNISYS WAY

(Street)

BLUE BELL, PA 19424-0001

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

UNISYS CORP [UIS]

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

02/25/2010

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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/25/2010		M	28,750	A \$ 6.4	33,481	D
Common Stock	02/25/2010		S	3,350	D \$ 35.1466	30,131	D
Common Stock	02/25/2010		S	25,400	D \$ 35.167	4,731	D

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

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information contained in this form are not
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SEC 1474
(9-02)

number.

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units 07 (1)	\$ 0	02/28/2010		D ⁽²⁾		1,666.6		<u>(2)</u>	<u>(2)</u>	Common Stock	1,666.
Restricted Stock Units 08 (1)	\$ 0	02/28/2010		D ⁽²⁾		1,163		<u>(2)</u>	<u>(2)</u>	Common Stock	1,163
Stock Option (right to buy)	\$ 6.4	02/25/2010		M		28,750		02/12/2010	02/12/2014	Common Stock	28,750
Stock Option (right to buy)	\$ 6.4	02/28/2010		D ⁽³⁾		28,750		<u>(3)</u>	02/12/2014	Common Stock	28,750
Stock Option (right to buy)	\$ 90	02/28/2010		D ⁽³⁾		5,000		<u>(3)</u>	07/18/2012	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MARCELLO RICHARD C UNISYS WAY BLUE BELL, PA 19424-0001	Senior Vice President

Signatures

By: Susan T. Keene, attorney-in-fact For: Richard C.
Marcello

03/01/2010

__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 one share of Unisys Corporation common stock.
- (2) Forfeiture of restricted stock units upon termination of employment.
- (3) Cancellation of stock options upon termination of employment.

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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