

UNISYS CORP
Form 3
February 16, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â HENDRICKS RANDY J | | (Month/Day/Year) | UNISYS CORP [UIS] | |
| (Last) | (First) | (Middle) | 02/10/2005 | |
| UNISYS CORPORATION,Â UNISYS WAY | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BLUE BELL,Â PAÂ 19424 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Vice President | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 11,651.5945 | D | Â |
| Common Stock | 678.74 | I | by USP Trust ⁽¹⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|---|
| Stock Option (right to buy) | Â (2) | 02/09/2010 | Common Stock | 30,000 | \$ 7.62 | D | Â |
| Stock Option (right to buy) | Â (3) | 10/02/2011 | Common Stock | 125,000 | \$ 8.165 | D | Â |
| Stock Option (right to buy) | Â (4) | 02/13/2013 | Common Stock | 20,000 | \$ 8.415 | D | Â |
| Stock Option (right to buy) | Â (5) | 02/14/2012 | Common Stock | 25,000 | \$ 12.105 | D | Â |
| Stock Option (right to buy) | Â (6) | 02/11/2014 | Common Stock | 15,000 | \$ 14.27 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HENDRICKS RANDY J UNISYS CORPORATION UNISYS WAY BLUE BELL, PA 19424 | Â | Â | Â Vice President | Â |

Signatures

By: Susan T. Keene, attorney-in-fact For: Randy J. Hendricks 02/16/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Unisys Savings Plan balance as of January 31, 2005. The information reported herein is based on a plan statement dated as of January 31, 2005.
- (2) Stock option granted under the Unisys Corporation 2003 Long-Term Incentive and Equity Compensation Plan. The stock option is exercisable in three equal annual installments beginning on February 9, 2006.
- (3) Stock option granted under the Unisys Corporation 1990 Long-Term Incentive Plan. The stock option is exercisable in four equal annual installments beginning on October 2, 2002.
- (4) Stock option granted under the Unisys Corporation 2002 Stock Option Plan. The stock option is exercisable in four equal annual installments beginning on February 13, 2004.
- (5) Stock option granted under the Unisys Corporation 1990 Long-Term Incentive Plan. The stock option is exercisable in four equal annual installments beginning on February 14, 2003.
- (6) Stock option granted under the Unisys Corporation 2003 Long-Term Incentive and Equity Compensation Plan. The stock option is exercisable in four equal annual installments beginning on February 11, 2005.

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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