

UNISYS CORP
Form 424B7
June 22, 2011

Filed pursuant to Rule 424(b)(7)

Registration No. 333-161905

PROSPECTUS SUPPLEMENT NO. 9

(To prospectus dated September 14, 2009)

5,242,165 Shares

Unisys Corporation

Common Stock

This prospectus supplement no. 9, which supplements the prospectus filed by us on September 14, 2009, as supplemented on October 14, 2009, November 24, 2009, January 14, 2010, February 18, 2010, March 12, 2010, April 28, 2010, August 20, 2010 and December 10, 2010, relates to the resale from time to time by selling stockholders of the shares of common stock that we issued on July 31, 2009 in private offers to exchange certain of our existing senior notes for a combination of new secured notes, shares of common stock and cash. The information in this prospectus supplement no. 9 gives effect to the one-for-ten reverse stock split of our common stock that became effective at 11:59 p.m. Eastern time, on October 23, 2009.

You should read this prospectus supplement in conjunction with the related prospectus, including any amendments or supplements thereto, which should be delivered in conjunction with this prospectus supplement. This prospectus supplement is not complete without, and may not be delivered or used except in conjunction with the prospectus, including any such amendments or supplements to the prospectus. This prospectus supplement is qualified by reference to the prospectus, as previously supplemented, except to the extent that the information provided by this prospectus supplement supersedes information contained in the prospectus, as previously supplemented.

You should read and rely only on the information contained in this prospectus supplement and the related prospectus, as previously supplemented, together with additional information described on page 2 of the related prospectus under the heading "Where You Can Find More Information; Incorporation of Certain Documents by Reference." Neither we nor the selling stockholders have authorized anyone to provide you with different information. If anyone provides you with different or inconsistent information, you should not rely on it. Neither we nor the selling stockholders are making an offer to sell these securities in any jurisdiction where the offer or sale is not permitted. You should assume that the information contained or incorporated by reference in this prospectus supplement or the related prospectus, as previously supplemented, is accurate only as of the date of the documents containing the information.

Investing in our common stock involves risks. See "Risk Factors" beginning on page 5 of the related prospectus.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus supplement or the related prospectus. Any representation to the contrary is a criminal offense.

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This prospectus supplement is dated June 22, 2011.

EXPLANATORY NOTE

The information appearing under the headings Price Range of Common Stock, Selling Stockholders and Description of Capital Stock of the prospectus, as previously supplemented, is amended and restated in its entirety by the information below.

PRICE RANGE OF COMMON STOCK

Our common stock trades on the NYSE under the symbol UIS. As of March 31, 2011, there were approximately 43.0 million shares of our common stock outstanding and 18,879 stockholders of record. The following table provides the high and low sales prices per share of our common stock during the periods indicated as reported on the NYSE, as adjusted to give retroactive effect to the one-for-ten reverse stock split effected on October 23, 2009.

	Sales Prices	
	Low	High
2011		
Second Quarter (through June 21, 2011)	\$ 24.05	\$ 33.14
First Quarter ended March 31, 2011	\$ 25.33	\$ 41.32
2010		
Fourth Quarter ended December 31, 2010	\$ 21.32	\$ 31.70
Third Quarter ended September 30, 2010	\$ 17.04	\$ 28.89
Second Quarter ended June 30, 2010	\$ 18.43	\$ 39.23
First Quarter ended March 31, 2010	\$ 28.68	\$ 40.40
2009		
Fourth Quarter ended December 31, 2009	\$ 23.92	\$ 40.05
Third Quarter ended September 30, 2009	14.10	31.70
Second Quarter ended June 30, 2009	5.00	16.40
First Quarter ended March 31, 2009	2.80	13.70

The last reported sales price per share of our common stock on June 21, 2011 as reported by the NYSE was \$25.74.

SELLING STOCKHOLDERS

On July 31, 2009, we completed our private offers to exchange certain of our existing senior notes for a combination of new senior secured notes, shares of common stock and cash. In connection with these exchange offers, we entered into a registration rights agreement (the Registration Rights Agreement), for the benefit of holders of senior notes who received shares of our common stock in the exchange offers. Pursuant to the Registration Rights Agreement, we agreed, among other things, to file a shelf registration statement covering the resale on a delayed or continuous basis of the common stock received by these holders of senior notes. This prospectus covers 5,242,165 shares of our common stock that may be offered for resale by the selling stockholders named in this prospectus and/or in an accompanying prospectus supplement and the persons to whom the selling stockholders may transfer their shares and validly assign their rights under the Registration Rights Agreement. The information in this prospectus supplement, including the information in the table below, gives effect to the one-for-ten reverse stock split of our common stock that became effective at 11:59 p.m. Eastern time, on October 23, 2009.

Information below with respect to beneficial ownership has been furnished by each selling stockholder and we have not sought to verify such information. Except as stated in the footnotes below, none of the selling stockholders nor any of their affiliates, officers, directors or principal equity holders has held any position or office or has had any material relationship with us or any of our predecessors or affiliates within the past three years.

The following table sets forth information with respect to certain of the selling stockholders and the shares of our common stock beneficially owned by such selling stockholders that may from time to time be offered or sold pursuant to this prospectus. Information concerning the selling stockholders may change from time to time, and any changed information will be set forth in supplements to this prospectus or a post-effective amendment to the registration statement to which this prospectus relates if and when necessary. The selling stockholders may offer all, some or none of their shares of common stock. We cannot advise you as to whether the selling stockholders will in fact sell any or all of such shares of common stock. In addition, the selling stockholders listed in the table below may have sold, transferred or otherwise disposed of, or may sell, transfer or otherwise dispose of, at any time and from time to time, shares of our common stock in transactions exempt from the registration requirements of the Securities Act of 1933, as amended, or the Securities Act, after the date on which they provide the information set forth in the table below.

Name (1)	Number of Shares of Common Stock Beneficially Owned Prior to Offering	Percentage of Outstanding Shares of Common Stock Beneficially Owned Prior to Offering (2)	Number of Shares of Common Stock That May be Offered Hereby	Number of Shares of Common Stock Beneficially Owned After Sale of All Shares That May be Offered Hereby	Percentage of Outstanding Shares of Common Stock Beneficially Owned After Sale of All Shares That May be Offered Hereby
642 UBS Securities LLC (3)	1,390,497	3.23%	1,390,497	0	0
Harbinger Capital Partners Master Fund I, LTD.	819,645	1.90%	819,645	0	0
Brevan Howard Master Fund Limited (4)	291,854	*	291,854	0	0
RBS Securities Inc. (3)	257,168	*	257,168	0	0
Citi Global Markets Inc. (3)(5)	238,301	*	238,301	0	0
Transamerica Life Insurance Company (6)	183,553	*	183,553	0	0
Whitebox Hedged High Yield Partners, LP (7)	137,510	*	137,510	0	0
Whitebox Combined Partners, LP (7)	132,126	*	132,126	0	0
Brevan Howard Credit Catalysts Master Fund Ltd (8)	125,080	*	125,080	0	0
Del Mar Master Fund, Ltd.	154,281	*	104,281	0	0
Credit Suisse Securities (USA) LLC (3)	92,632	*	92,632	0	0
Transamerica High Yield Bond Fund (6)	81,972	*	81,972	0	0
Nicholas Applegate Convertible and Income Fund (9)	66,381	*	66,381	0	0
DRE Partners, LP (7)	65,529	*	65,529	0	0
Lord Abbett Bond Debenture Fund	64,292	*	64,292	0	0

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JP Morgan High Yield Bond Fund	60,119	*	60,119	0	0
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Nicholas Applegate Convertible and Income Fund II (9)	57,380	*	57,380	0	0
Goldman, Sachs & Co. (3) (10)	53,053	*			