

UNISYS CORP  
Form 8-K  
December 11, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

*Date of Report (Date of earliest event reported): December 6, 2007*

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**UNISYS CORPORATION**

(Exact name of registrant as specified in its charter)

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**Delaware**  
*(State or other jurisdiction*

*of incorporation)*

**1-8729**  
*(Commission File Number)*

**38-0387840**  
*(IRS Employer*

*Identification No.)*

Unisys Way,  
**Blue Bell, Pennsylvania**  
*(Address of principal executive offices)*

**19424**  
*(Zip Code)*  
**(215) 986-4011**

*(Registrant's telephone number, including area code)*

**NOT APPLICABLE**

*(Former name or former address, if changed since last report)*

## Edgar Filing: UNISYS CORP - Form 8-K

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

Pursuant to the terms and conditions of the Terms Agreement, dated December 6, 2007 (the Terms Agreement ), between Unisys Corporation (the Company ) and Bear, Stearns & Co. Inc., Banc of America Securities LLC and Citigroup Global Markets Inc., on behalf of themselves and as representatives of the several underwriters named therein which incorporates by reference the Underwriting Agreement Basic Provisions dated December 2007 (the Underwriting Agreement ), the Company issued, on December 11, 2007, \$210,000,000 aggregate principal amount of its 12.5% Senior Notes due 2016 (the Notes ). The Notes were issued under a Supplemental Indenture, dated as of December 11, 2007, between the Company and HSBC Bank USA, National Association (as successor to HSBC Bank USA) (the Trustee ) to the Indenture, dated as of March 1, 2003, between the Company and the Trustee.

A copy of each of the Underwriting Agreement, the Terms Agreement, the Supplemental Indenture and the form of Note is filed as an exhibit hereto and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

**(c) The following exhibits are being filed herewith:**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| Exhibit 1.1        | Underwriting Agreement Basic Provisions, dated December 2007   |
| Exhibit 1.2        | Terms Agreement, dated December 6, 2007, between Unisys Corporation and Bear, Stearns & Co. Inc., Banc of America Securities LLC and Citigroup Global Markets Inc., on behalf of themselves and as representatives of the several underwriters named therein |
| Exhibit 4.1        | Supplemental Indenture, dated December 11, 2007, between Unisys Corporation and the Trustee  |
| Exhibit 4.2        | Form of 12.5% Senior Notes due 2016 (included in Exhibit 4.1 hereto)   |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UNISYS CORPORATION

Date: December 11, 2007

By: /s/ Janet B. Haugen

Name: Janet B. Haugen

Title: Senior Vice President and Chief Financial Officer