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UNISYS CORP
Form 8-K
May 04, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported) April 30, 2015

UNISYS CORPORATION

(Exact Name of Registrant as Specified in its Charter)

| | | |
|--|--------------------------|--------------------------------------|
| Delaware | 1-8729 | 38-0387840 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

801 Lakeview Dr., Suite 100
Blue Bell, Pennsylvania 19422

(Address of Principal Executive Offices) (Zip Code)

(215) 986-4011

(Registrant's telephone number, including area code)

N/A

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

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:

- \ \ 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))

Item 5.07. Submission of Matters to a Vote of Security Holders.

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(a) The 2015 annual meeting of stockholders (the "Annual Meeting") of Unisys Corporation (the "Company") was held on April 30, 2015.

(b) The following matters were voted upon at the Annual Meeting and received the following votes:

(1) A proposal to approve an amendment to the Company's Bylaws to increase the mandatory retirement age for directors from age 70 to age 72 was approved with 41,055,317 votes for; 4,258,212 votes against; and 333,253 abstentions. A copy of the Company's Bylaws, as amended, is attached as Exhibit 3.3 to the Company's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2015.

(2) The individuals listed below were elected to serve as directors of the Company:

| Name | Votes For | Votes Against | Abstentions | Broker Non- Votes |
|-----------------------|------------|------------------|-------------|----------------------|
| Peter A. Altabef | 38,051,050 | 232,445 | 58,171 | 7,305,116 |
| Jared L. Cohon | 34,743,690 | 3,521,650 | 76,326 | 7,305,116 |
| Alison Davis | 34,726,119 | 3,531,319 | 84,228 | 7,305,116 |
| Nathaniel A. Davis | 33,884,136 | 4,377,243 | 80,287 | 7,305,116 |
| Denise K. Fletcher | 34,571,204 | 3,700,744 | 69,718 | 7,305,116 |
| Leslie F. Kenne | 34,701,851 | 3,564,251 | 75,564 | 7,305,116 |
| Lee D. Roberts | 34,332,254 | 3,934,052 | 75,360 | 7,305,116 |
| Paul E. Weaver | 34,973,755 | 3,285,014 | 82,897 | 7,305,116 |

(3) A proposal to ratify the selection of KPMG LLP as the company's independent registered public accounting firm for 2015 was approved with 45,436,922 votes for; 139,172 votes against; and 70,688 abstentions.

(4) A proposal to approve an advisory resolution regarding executive compensation was approved with 33,460,938 votes for; 1,807,316 votes against; 3,073,412 abstentions; and 7,305,116 broker non-votes.

SIGNATURE

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

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Date: May 4, 2015

By: /s/ Gerald P. Kenney

Gerald P. Kenney
Senior Vice President,
General Counsel and
Secretary