

UNISYS CORPORATION

NOMINATING AND CORPORATE GOVERNANCE COMMITTEE CHARTER

(Approved April 30, 2026)

Purpose

The Nominating and Corporate Governance Committee (the “Committee”) is appointed by the Board of Directors (the “Board”) of Unisys Corporation (the “Corporation”) to (1) identify individuals qualified to become members of the Board and to recommend to the Board the director nominees for the next annual meeting of stockholders, (2) develop, recommend to the Board and oversee the Corporate Governance Guidelines applicable to the Corporation, (3) oversee the evaluation of Board and management and (4) review and monitor other matters relating to the corporate governance of the Corporation.

Membership

The Committee shall consist of at least three directors, each of whom shall meet the independence requirements of the New York Stock Exchange. Any action taken by the Committee during a period in which one or more of the members subsequently is determined to have failed to meet the membership qualifications shall nevertheless constitute duly authorized actions of the Committee and shall be valid and effective for all purposes, except to the extent required by law or determined appropriate by the Committee to satisfy regulatory requirements.

The members of the Committee shall be appointed and replaced by the Board, with one of the members appointed as the Committee Chair.

Responsibilities

Among its duties, the Committee shall:

1. Determine the appropriate skills and characteristics required of new Board members in the context of the current make-up of the Board. The Committee shall take into account all factors it considers appropriate, which may include independence, experience, expertise, strength of character, mature judgment, leadership ability, technical skills, age and the extent to which the individual would fill a present need on the Board.
2. Seek to identify qualified candidates for Board membership. In carrying out this responsibility, the Committee shall have sole authority to retain and terminate any search firm to be used to identify director candidates, including sole authority to approve the search firm’s fees and other retention terms.
3. Review recommendations for Board membership received from stockholders and other qualified sources.
4. Recommend to the Board candidates for nomination to the Board.

5. Review the suitability for continued service as a director when he or she has a change in present job responsibilities or has another change in status, pursuant to the Corporate Governance Guidelines, and evaluate the continued appropriateness of Board membership under the new circumstances and make a recommendation to the Board as to the action to be taken, if any. Evaluate and recommend termination of membership of individual directors in accordance with the Corporate Governance Guidelines, for cause or for other appropriate reasons.
6. Review, in consultation with the Board Chair and the chief executive officer, the continuation of each director being considered for re-election.
7. Review and recommend assignments of Board members to the various committees of the Board.
8. Monitor the implementation of the Corporate Governance Guidelines of the Corporation.
9. On an annual basis, or more frequently if appropriate, review and reassess the adequacy of the Corporation's key governance documents, including the Articles of Incorporation, Bylaws and Corporate Governance Guidelines of the Corporation, in light of corporate governance developments. Recommend any proposed changes to the Board for approval.
10. Oversee the evaluation of the Board, including (a) reviewing annually with the Board the independence of outside directors and (b) annually facilitating the Board's self-assessment of its performance.
11. The Committee shall review stockholder proposals relating to corporate governance and other matters and recommend to the Board the Corporation's response to such proposals.
12. On an annual basis, review management's report on the Corporation's posture with respect to Sustainability and Corporate Social Responsibility matters.
13. Perform all other duties and responsibilities within the scope of its functions as the Committee may determine or as may otherwise be required by law or regulation, or as may be delegated by the Board from time to time.

Operational Matters; Reports

The Committee may form and delegate authority to subcommittees, when appropriate, provided that such delegation is permitted under applicable laws, rules and regulations

In connection with its duties and responsibilities, the Committee shall have full access to all books, records, facilities and personnel of the Corporation as deemed necessary or appropriate by any member of the Committee to discharge his or her responsibilities

hereunder. The Committee shall also have authority to pay, at the expense of the Corporation, ordinary administrative expenses that, as determined by the Committee, are necessary or appropriate in carrying out its duties. The Committee shall have the authority to retain outside legal, accounting or other advisors, including the authority to approve the fees payable by the Corporation to such advisors and other retention terms. The Corporation shall provide the funding for the payment of such fees.

The Committee shall annually review its performance. In addition, the Committee shall review and reassess the adequacy of this Charter annually and recommend to the Board any changes it considers necessary or advisable.

The Committee shall make periodic reports to the Board.