

AGILYSYS INC

Form 3

November 28, 2016

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 *

Â Pritchett Anthony

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/18/2016

3. Issuer Name **and** Ticker or Trading Symbol
AGILYSYS INC [AGYS]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)1000 WINDWARD
CONCOURSE, SUITE 250

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Interim CFO

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

ALPHARETTA,Â GAÂ 30005

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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 ⁽¹⁾

18,610

D

Â

Common Stock

460

I

By spouse's IRA

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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
(Instr. 4)4. Conversion
or Exercise
Price of5. Ownership
Form of
Derivative6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock-settled appreciation rights ⁽²⁾	Â ⁽²⁾	12/29/2018	Common Stock	1,167	\$ 7.95	D	Â
Stock-settled appreciation rights ⁽²⁾	Â ⁽²⁾	06/11/2019	Common Stock	1,167	\$ 7.46	D	Â
Stock-settled appreciation rights ⁽³⁾	Â ⁽³⁾	08/10/2022	Common Stock	5,992	\$ 9.6	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pritchett Anthony 1000 WINDWARD CONCOURSE, SUITE 250 ALPHARETTA, GA 30005	Â	Â	Â Interim CFO	Â

Signatures

/s/ Kyle C. Badger,
Attorney-in-fact

11/28/2016

__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) Includes (a) 6,828 unrestricted shares; (b) 693 restricted shares granted under the Agilysys, Inc. 2011 Stock Incentive Plan, which vest on March 31, 2017; (c) 2,089 restricted shares granted under the Agilysys, Inc. 2011 Stock Incentive Plan, which vest in one-third increments on March 31, 2017, 2018 and 2019; and (d) 9,000 restricted shares granted under the Agilysys, Inc. 2016 Stock Incentive Plan, which vest on October 25, 2017.

(2) Stock-settled appreciation rights granted under the Agilysys, Inc. 2011 Stock Incentive Plan. The SSARs are fully vested.

(3) Stock-settled appreciation rights granted under the Agilysys, Inc. 2011 Stock Incentive Plan. The SSARs vest in one-third increments on March 31, 2017, 2018 and 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.