

AGILYSYS INC
Form SC 13D/A
May 31, 2018

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**SCHEDULE 13D
(Amendment No. 2)***

Under the Securities Exchange Act of 1934

Agilysys, Inc.

(Name of Issuer)

Common Stock, without par value

(Title of Class of Securities)

00847J105

(CUSIP Number)

Douglas W. Ambrose

Paloma Partners Management Company

Two American Lane

Greenwich, CT 06836

(203) 861-3236

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

May 29, 2018

(Date of Event Which Requires Filing of this Statement)

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. o

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 00847J105

1	Name of Reporting Person Sunrise Partners Limited Partnership
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>
3	SEC Use Only
4	Source of Funds (See Instructions) WC
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>
6	Citizenship or Place of Organization Cayman Islands
7	Sole Voting Power 0
8	Shared Voting Power 1,280,391
9	Sole Dispositive Power 0
10	Shared Dispositive Power 1,280,391
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,280,391
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 5.51%(1)
14	Type of Reporting Person (See Instructions) PN

(1) Based upon a total of 23,234,705 outstanding ordinary shares of the Issuer as of May 21, 2018, as reported in the Issuer's annual report on Form 10-K filed with the SEC on May 25, 2018 for the year ended March 31, 2018.

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CUSIP No. 00847J105

1	Name of Reporting Person Paloma International L.P.
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>
3	SEC Use Only
4	Source of Funds (See Instructions) OO
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>
6	Citizenship or Place of Organization Cayman Islands
7	Sole Voting Power 0
8	Shared Voting Power 1,280,391
9	Sole Dispositive Power 0
10	Shared Dispositive Power 1,280,391
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,280,391
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 5.51%(2)
14	Type of Reporting Person (See Instructions) PN, HC

(2) Based upon a total of 23,234,705 outstanding ordinary shares of the Issuer as of May 21, 2018, as reported in the Issuer's annual report on Form 10-K filed with the SEC on May 25, 2018 for the year ended March 31, 2018.

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CUSIP No. 00847J105

1	Name of Reporting Person Paloma Partners Management Company
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>
3	SEC Use Only
4	Source of Funds (See Instructions) OO
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>
6	Citizenship or Place of Organization Delaware
7	Sole Voting Power 0
8	Shared Voting Power 1,280,391
9	Sole Dispositive Power 0
10	Shared Dispositive Power 1,280,391
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,280,391
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 5.51%(3)
14	Type of Reporting Person (See Instructions) CO, IA

(3) Based upon a total of 23,234,705 outstanding ordinary shares of the Issuer as of May 21, 2018, as reported in the Issuer's annual report on Form 10-K filed with the SEC on May 25, 2018 for the year ended March 31, 2018.

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CUSIP No. 00847J105

1	Name of Reporting Person Paloma Partners Advisors LP
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>
3	SEC Use Only
4	Source of Funds (See Instructions) OO
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>
6	Citizenship or Place of Organization Delaware
7	Sole Voting Power 0
8	Shared Voting Power 1,280,391
9	Sole Dispositive Power 0
10	Shared Dispositive Power 1,280,391
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,280,391
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 5.51%(4)
14	Type of Reporting Person (See Instructions) IA, PN

(4) Based upon a total of 23,234,705 outstanding ordinary shares of the Issuer as of May 21, 2018, as reported in the Issuer's annual report on Form 10-K filed with the SEC on May 25, 2018 for the year ended March 31, 2018.

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CUSIP No. 00847J105

1	Name of Reporting Person Paloma Partners Advisors Inc.
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>
3	SEC Use Only
4	Source of Funds (See Instructions) OO
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>
6	Citizenship or Place of Organization Delaware
7	Sole Voting Power 0
8	Shared Voting Power 1,280,391
9	Sole Dispositive Power 0
10	Shared Dispositive Power 1,280,391
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,280,391
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 5.51%(5)
14	Type of Reporting Person (See Instructions) CO, HC

(5) Based upon a total of 23,234,705 outstanding ordinary shares of the Issuer as of May 21, 2018, as reported in the Issuer's annual report on Form 10-K filed with the SEC on May 25, 2018 for the year ended March 31, 2018.

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CUSIP No. 00847J105

1	Name of Reporting Person Gregory Hayt	
2	Check the Appropriate Box if a Member of a Group (See Instructions) (a) <input type="radio"/> (b) <input checked="" type="radio"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) OO	
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>	
6	Citizenship or Place of Organization United States of America	
Number of Shares Beneficially Owned by Each Reporting Person With	7	Sole Voting Power 0
	8	Shared Voting Power 1,280,391
	9	Sole Dispositive Power 0
	10	Shared Dispositive Power 1,280,391
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,280,391	
12	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>	
13	Percent of Class Represented by Amount in Row (11) 5.51%(6)	
14	Type of Reporting Person (See Instructions) IN, HC	

(6) Based upon a total of 23,234,705 outstanding ordinary shares of the Issuer as of May 21, 2018, as reported in the Issuer's annual report on Form 10-K filed with the SEC on May 25, 2018 for the year ended March 31, 2018.

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CUSIP No. 00847J105

- | | |
|----|--|
| 1 | Name of Reporting Person
S. Donald Sussman |
| 2 | Check the Appropriate Box if a Member of a Group (See Instructions)
(a) <input type="radio"/>
(b) <input checked="" type="radio"/> |
| 3 | SEC Use Only |
| 4 | Source of Funds (See Instructions)
AF |
| 5 | Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/> |
| 6 | Citizenship or Place of Organization
United States of America |
| 7 | Sole Voting Power
0 |
| 8 | Shared Voting Power
1,280,391 |
| 9 | Sole Dispositive Power
0 |
| 10 | Shared Dispositive Power
1,280,391 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person
1,280,391 |
| 12 | Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/> |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With