

AGILYSYS INC
Form 4
July 10, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
Walker Jimmie D Jr

(Last) (First) (Middle)

1000 WINDWARD CONCOURSE,
SUITE 250

(Street)

ALPHARETTA, GA 30005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AGILYSYS INC [AGYS]

3. Date of Earliest Transaction
(Month/Day/Year)
12/09/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

SVP Global Revenue

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock ⁽¹⁾ | 12/09/2015 | | L | | 75 A \$ 10.65 | 99,776 ⁽²⁾ | D |
| Common Stock ⁽¹⁾ | 01/04/2016 | | L | | 82 A \$ 9.8 | 99,858 | D |
| Common Stock ⁽¹⁾ | 02/01/2016 | | L | | 82 A \$ 9.73 | 99,940 | D |
| Common Stock ⁽¹⁾ | 03/01/2016 | | L | | 75 A \$ 10.66 | 100,015 | D |
| Common Stock ⁽¹⁾ | 04/01/2016 | | L | | 77 A \$ 10.33 | 100,092 | D |

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| | | | | | | | |
|-------------------------|------------|---|-------|---|----------|---------|---|
| Common Stock <u>(1)</u> | 05/02/2016 | L | 109 | A | \$ 11.04 | 100,201 | D |
| Common Stock <u>(1)</u> | 06/01/2016 | L | 69 | A | \$ 11.62 | 100,270 | D |
| Common Stock <u>(1)</u> | 07/01/2016 | L | 78 | A | \$ 10.29 | 100,348 | D |
| Common Stock <u>(1)</u> | 08/01/2016 | L | 70 | A | \$ 11.42 | 100,418 | D |
| Common Stock <u>(1)</u> | 09/01/2016 | L | 72 | A | \$ 11.15 | 100,490 | D |
| Common Stock <u>(1)</u> | 10/03/2016 | L | 107 | A | \$ 11.17 | 100,597 | D |
| Common Stock <u>(1)</u> | 11/01/2016 | L | 83 | A | \$ 9.63 | 100,680 | D |
| Common Stock <u>(1)</u> | 12/01/2016 | L | 79 | A | \$ 10.16 | 100,759 | D |
| Common Stock <u>(1)</u> | 01/03/2017 | L | 74 | A | \$ 10.84 | 100,833 | D |
| Common Stock <u>(1)</u> | 02/01/2017 | L | 81 | A | \$ 9.83 | 100,914 | D |
| Common Stock <u>(1)</u> | 03/06/2017 | L | 87 | A | \$ 8.9 | 101,001 | D |
| Common Stock <u>(3)</u> | 03/31/2017 | F | 1,028 | D | \$ 9.45 | 99,973 | D |
| Common Stock <u>(1)</u> | 04/06/2017 | L | 130 | A | \$ 9.27 | 100,103 | D |
| Common Stock <u>(1)</u> | 05/04/2017 | L | 80 | A | \$ 9.98 | 100,183 | D |
| Common Stock <u>(1)</u> | 06/06/2017 | L | 79 | A | \$ 9.88 | 100,262 | D |
| Common Stock <u>(1)</u> | 07/07/2017 | L | 79 | A | \$ 10.29 | 100,341 | D |

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock-settled Appreciation Rights ⁽⁴⁾ | \$ 10.2 | 07/06/2017 | | A | 28,125 | 07/06/2018 | 07/06/2024 | Common Stock | 28,125 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Walker Jimmie D Jr 1000 WINDWARD CONCOURSE, SUITE 250 ALPHARETTA, GA 30005 | | | SVP Global Revenue | |

Signatures

/s/ Kyle C. Badger,
Attorney-in-Fact
Date: 07/10/2017

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) Shares purchased through employee stock purchase plan.
- (2) Reporting Person's most recently filed Form 4, filed October 28, 2016, reported that he beneficially owned 99,701 shares following the transaction reported therein. This number was used as the starting point for Column 5 of Table I on this Form 4.
- (3) Represents withholding of shares to satisfy tax obligations upon the vesting of restricted stock.
- (4) Stock-settled appreciation rights granted under the Agilysys, Inc. 2016 Stock Incentive Plan. The SSARs vest in one-third increments on March 31, 2018, 2019 and 2020.

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