

AGILYSYS INC  
Form 8-K/A  
November 18, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities and Exchange Act of 1934

Date of Report (Date of earliest event reported): July 27, 2011

**AGILYSYS, INC.**

(Exact name of registrant as specified in its charter)

Ohio  
(State or other jurisdiction  
of incorporation)

000-5734  
(Commission  
File Number)

34-0907152  
(IRS Employer  
Identification No.)

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**28925 Fountain Parkway,**

**Solon, Ohio**

(Address of principal executive offices)

**44139**

(ZIP Code)

**Registrant's telephone number, including area code: (440) 519-8700**

**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))

**Explanatory Note**

This Form 8-K/A is being filed as an amendment to the Current Report on Form 8-K filed on August 1, 2011 (the "Original 8-K") by Agilysys, Inc. (the "Company") solely for the purpose of disclosing the Company's Board of Directors' determination with respect to the frequency of shareholder advisory votes on executive compensation. This Form 8-K/A does not amend the Original 8-K in any other respect. The rules of the Securities and Exchange Commission require this information to be disclosed on a Form 8-K/A to the Original 8-K.

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

As previously disclosed in the Original 8-K, at the Company's annual meeting of shareholders on July 28, 2011, the option to hold future advisory votes on the compensation of the Company's named executive officers annually received a majority of the votes cast at the meeting, as recommended by the Company's Board of Directors. As a result, the Board currently intends to hold such advisory vote annually.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

None.

**SIGNATURES**

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.

**AGILYSYS, INC.**

By: /s/ Kyle C. Badger  
Kyle C. Badger  
Vice President, General Counsel and Secretary

Date: November 18, 2011