

KOLERUS KEITH M

Form 4

December 04, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KOLERUS KEITH M

(Last) (First) (Middle)

10115 E. CAVEDALE DRIVE

(Street)

SCOTTSDALE, AZ 85262

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/03/2008

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)

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 Indirect Beneficial Ownership (Instr. 4)
Common shares, without par value	05/22/2007		A ⁽¹⁾	4,000	A \$ 0 13,014	D	
Common shares, without par value	05/23/2008		A	10,200	A \$ 0 23,214 ⁽²⁾	D	
Common shares, without par value	11/24/2008		P	6,000	A \$ 2.5 29,214	D	

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Common
shares,
without par
value

11/25/2008	P	4,000	A	\$ 2.5	33,214 ⁽²⁾	D
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Common
shares,
without par
value

12/03/2008	P	2,000	A	\$ 3.14	35,214	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to purchase common stock ⁽³⁾	\$ 2.19	11/14/2008		A		25,000		03/31/2009	11/14/2018	Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships
KOLERUS KEITH M 10115 E. CAVEDALE DRIVE SCOTTSDALE, AZ 85262	Director 10% Owner Officer Other
	X

Signatures

/s/Rita A. Thomas, by power of attorney for Keith
Kolerus

12/04/2008

 **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) Restricted stock grant pursuant to Agilysys, Inc. 2006 Stock Incentive Plan.

(2) Includes 4000 restricted shares granted pursuant to Agilysys, Inc. 2006 Stock Incentive Plan.

(3) No transaction is being reported on this line. Reported on a previously filed Form 4.

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

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