

MCCREARY ROBERT G III  
 Form 4  
 June 14, 2012

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MCCREARY ROBERT G III**

(Last) (First) (Middle)  
 3000 AUBURN DRIVE, SUITE  
 430, TWO CHAGRIN  
 HIGHLANDS  
 (Street)

BEACHWOOD, OH 44122

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 06/12/2012

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 Ownership (Instr. 4) |   |         |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|---------|
|   |                                      |  |                                | (A) or (D)  | Price   |  |                                   |   |         |
|   |                                      |  |                                | Code  | V   | Amount   |                                   |   |         |
| Common shares, no par value <sup>(1)</sup>      | 06/12/2012                           |  | A                              | 9,383   | A   | \$ 0   | 43,431                            | D |         |
| Common shares, without par value <sup>(2)</sup> |                                      |  |                                |   |   |  | 30,000                            | I | by GRAT |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MCCREARY ROBERT G III<br>3000 AUBURN DRIVE, SUITE 430<br>TWO CHAGRIN HIGHLANDS<br>BEACHWOOD, OH 44122 | X             |           |         |       |

## Signatures

/s/ Derrick D. Anderson by power of attorney for Robert G. McCreary III

06/14/2012

\_\_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 shares granted under Agilysys, Inc. 2011 Stock Incentive Plan. The shares vest in full on March 31, 2013.

(2) These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust (GRAT) on December 1, 2010.

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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