

AGILYSYS INC
Form 8-K/A
September 04, 2007

**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: June 18, 2007
(Date of earliest event reported)**

AGILYSYS, INC.
(Exact name of registrant as specified in its charter)

Ohio

000-5734

34-0907152

(State or other jurisdiction of
incorporation)

(Commission File Number)

(IRS Employer Identification No.)

2255 Glades Road, Suite 301E, Boca Raton, Florida

33431

(Address of principal executive offices)

(ZIP Code)

Registrant's telephone number, including area code: (561) 999-8700
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))
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Item 2.01 Completion of Acquisition or Disposition of Assets.

As previously reported on Form 8-K filed with the Securities and Exchange Commission on June 22, 2007, Agilysys, Inc. and its wholly-owned subsidiary, Agilysys DE, Inc. (the Company), completed the acquisition of IG Management Company, Inc. and its wholly-owned subsidiaries, InfoGenesis and InfoGenesis Asia Limited (InfoGenesis) on June 18, 2007, pursuant to the Agreement and Plan of Merger between the Company and InfoGenesis dated June 1, 2007 (the Agreement). This amendment to the Form 8-K filed with the Securities and Exchange Commission on June 22, 2007 is being filed to include the financial information for InfoGenesis and pro forma financial information required by Item 9.01 that was not yet available at the time of the original filing.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired

The audited consolidated financial statements of IG Management Company, Inc. as of and for the years ended December 31, 2006 and 2005 are attached hereto as Exhibit 99.1 and incorporated herein by reference.

The unaudited condensed consolidated financial statements of IG Management Company, Inc. as of March 31, 2007 and December 31, 2006 and for the three months ended March 31, 2007 and 2006 are attached hereto as Exhibit 99.2 and incorporated herein by reference.

(b) Pro Forma Financial Information

The unaudited pro forma condensed combined financial information for the fiscal year ended March 31, 2007 is attached hereto as Exhibit 99.3 and incorporated herein by reference.

(c) Exhibits

23.1 Consent of Independent Auditor

99.1 Audited consolidated financial statements of IG Management Company, Inc. as of and for the years ended December 31, 2006 and 2005

99.2 Unaudited condensed consolidated financial statements of IG Management Company, Inc. as of March 31, 2007 and December 31, 2006 and for the three months ended March 31, 2007 and 2006

99.3 Unaudited pro forma condensed combined financial information for the fiscal year ended March 31, 2007

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/ Martin F. Ellis
Martin F. Ellis
Executive Vice President, Treasurer and
Chief
Financial Officer

Date: September 4, 2007

Exhibit Index

Exhibit Number	Description
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99.3	Unaudited pro forma condensed combined financial information for the fiscal year ended March 31, 2007