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Agilysys, Inc.

Extract: Charter Amendment (Plain English Desc) from a [8-K](#) on 09/13/2023

[SEC Document](#)

[SEC Filing](#)

On September 11, 2023, Agilysys, Inc. (the "Company"), filed a certificate of amendment (the "Charter Amendment") to its Certificate of Incorporation to (i) provide exculpation from liability for certain officers of the Company from certain claims of breach of the fiduciary duty of care, similar to protections currently available to directors of the Company and (ii) make certain non-substantive changes to the phrasing of the existing exculpatory provisions for directors, in conformance with contemporary norms for peer corporations incorporated in the State of Delaware. The Charter Amendment was previously approved by the Company's Board of Directors, subject to stockholder approval, and was subsequently approved by the Company's stockholders at the Company's 2023 Annual Meeting of Stockholders on August 21, 2023.