

Forward-looking Statements & Non-GAAP Financial Information

Forward-Looking Language

This presentation contains "forward-looking statements" within the meaning of the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by words such as: "anticipate," "intend," "goal," "seek," "believe," "project," "estimate," "expect," "strategy," "future," "likely," "may," "should," "will" and similar references to future periods. Examples of forward-looking statements include, among others, our revenue and Adjusted EBITDA guidance for the second quarter, statements we make regarding our ability to improve our competitive positioning and improvement of our business momentum and business health over time once the industry begins to recover.

Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on our current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control. Our actual results and financial condition may differ materially from those indicated in the forward-looking statements. Therefore, you should not rely on any of these forward-looking statements. Important factors that could cause our actual results and financial condition to differ materially from those indicated in the forward-looking statements include, among others, the effect of the COVID-19 pandemic on our business and the success of any measures we have taken or may take in the future in response thereto; and the risks described in the Company's filings with the Securities and Exchange Commission, including the Company's reports on Form 10-K and Form 10-Q.

Any forward-looking statement made by us in this press release is based only on information currently available to us and speaks only as of the date on which it is made. We undertake no obligation to publicly update any forward-looking statement that may be made from time to time, whether written or oral, whether as a result of new information, future developments or otherwise.

Use of Non-GAAP Financial Information

To supplement the unaudited consolidated financial statements presented in accordance with U.S. GAAP in this press release, certain non-GAAP financial measures as defined by the SEC rules are used. These non-GAAP financial measures include EBITDA, Adjusted EBITDA, adjusted net income, adjusted basic earnings per share, adjusted diluted earnings per share and free cash flow. Management believes that such information can enhance investors' understanding of the Company's ongoing operations.

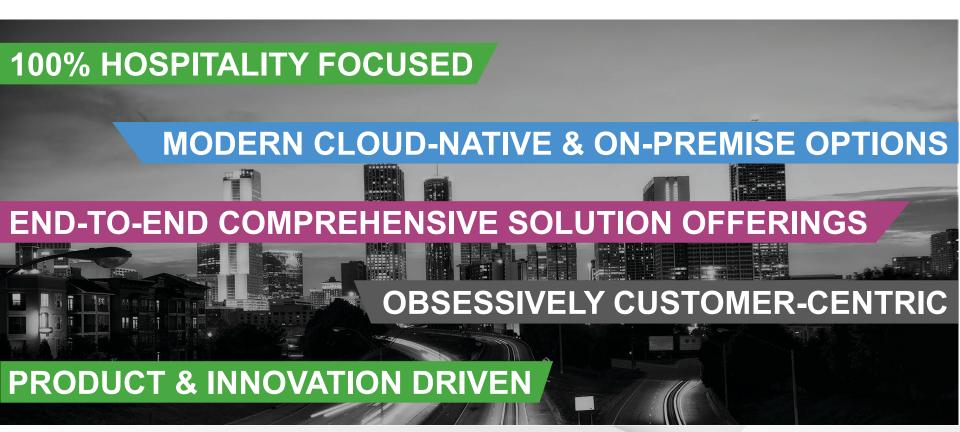
The Business We Are In



Our Mission



Defining Strategy Pillars



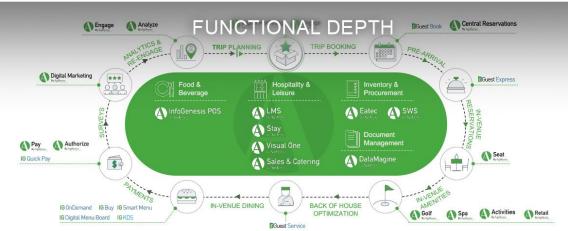
100% Hospitality Focused - Why It Matters











Modern Cloud-Native & On-Premise Options - Why It Matters



End-To-End Comprehensive Solution Offerings - Why It Matters









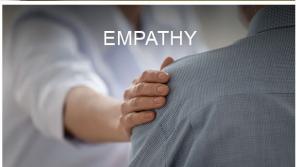


Obsessively Customer-Centric - Why It Matters











Product & Innovation Driven - Why It Matters











Agilysys Revenue Overview

\$162.6_M

Total Revenue*

61%

Recurring Revenue as a % of Total Revenue*

46%

Subscription
Revenue as a % of
Recurring Revenue*

28%

Subscription Revenue YOY Growth Rate

*Data is as of the trailing twelve months ended March 31, 2022.



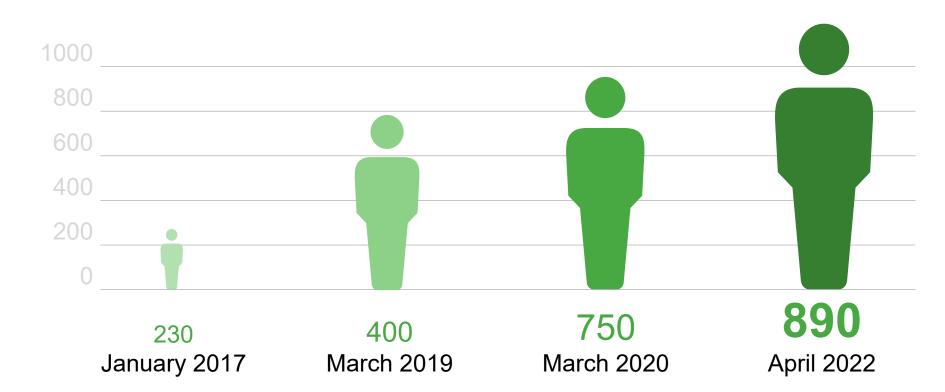
RUSTED SOLUTIONS. MODERN TECHNOLOGY



We Provide Industry Leading Hospitality Solutions



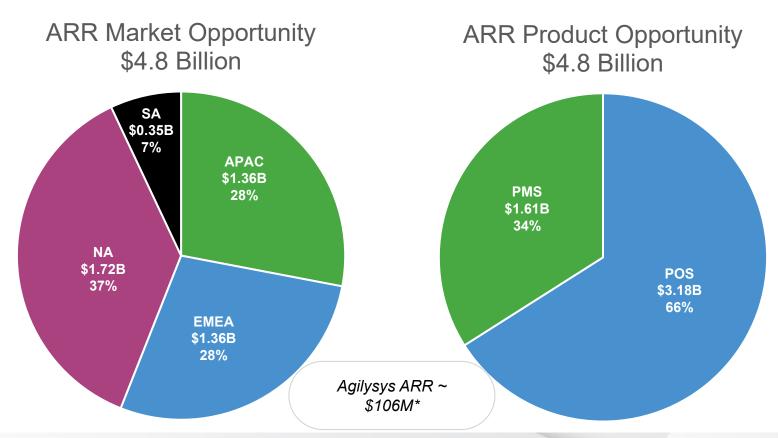
R&D Focus & Resource Strength



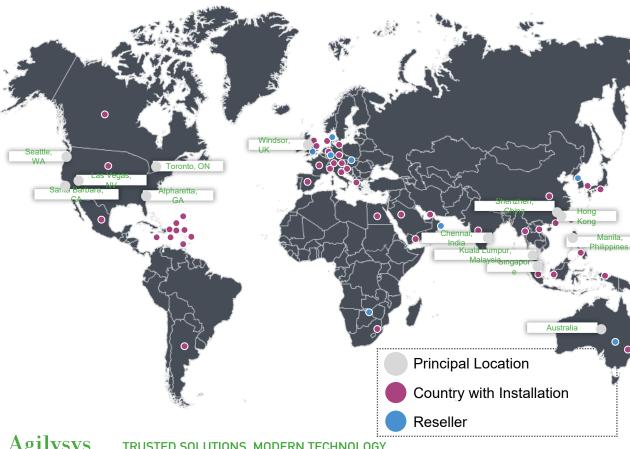


Total Addressable Market

TRUSTED SOLUTIONS, MODERN TECHNOLOGY.



Global Presence



Publicly Traded - NASDAQ: **AGYS**

Corporate Headquarters

Alpharetta, Georgia

North America Offices

- Las Vegas, Nevada
- Santa Barbara, California
- Bellevue, Washington
- Toronto, Ontario

EMEA Office

United Kingdom

APAC Offices

- Hong Kong
- Malaysia
- Philippines
- Singapore
- China
- Australia

Demonstration Centers

· Las Vegas, Nevada

India Development Center

Agilysys Private · Chennai, India

Recent Achievements

Subscription Revenue Growth

Record Subscription Revenue of \$12.8M

SaaS Revenue Reaches 46% of Total Recurring Revenue

28% Y-O-Y Subscription Revenue Growth

Sound Business Fundamentals

FY22 Record Total Revenue

FY22 GAAP Net Income Positive

FY22 \$0.18 GAAP EPS Per Diluted Share

Focus on Profitability

\$27.3MFY22 Adjusted EBITDA

Sequential Quarters Of Positive Free Cash Flow

\$97.0M Ending Cash Balance As Of FYE22

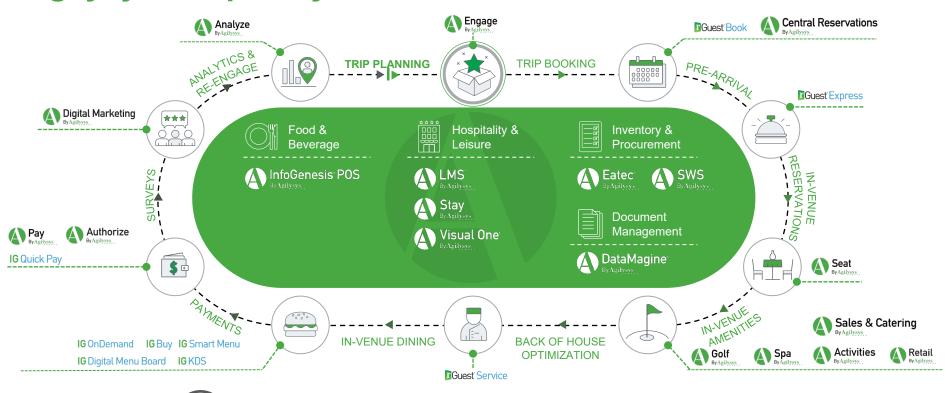
End to End Product Suite

11 Core Products

20 Add On Modules

Modernized, Cloud Native & Single Codebase

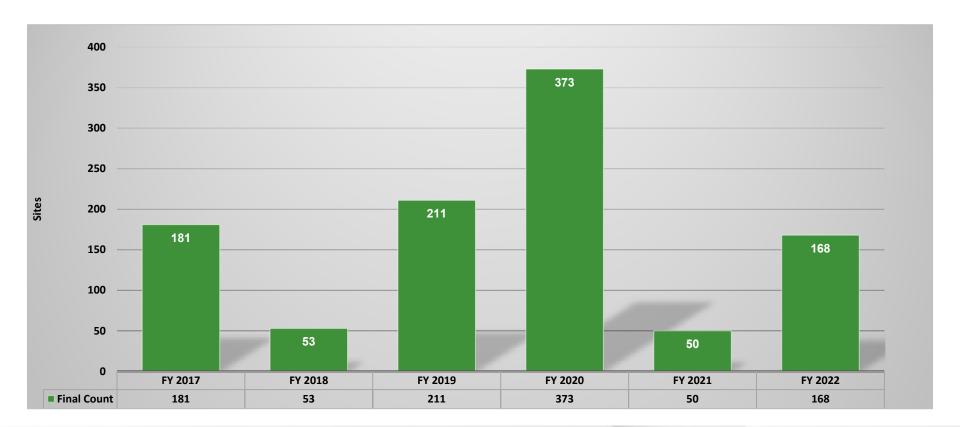
Agilysys Hospitality Product Suite





3rd Party Solution Integration With Modern Restful APIs

Net Competitive Replacements - Sites





Top 100 Global Customers





Evolving Business, Evolving P&L

Business Metrics (as of 3/31/22)

Recurring Revenue* As % of Total Revenue	61%				
Subscription Revenue* As % of Recurring Revenue	46%				
Services Revenue* As % of Total Revenue	17%				
Subscription Revenue Growth Y/Y*	28%				
New Customer Count*					

Financial Metrics and Valuation*

Share Price (5/16/22)	\$36.04
Diluted Shares Outstanding	25.3M
Diluted Market Capitalization	\$911.8M
Cash (as of 3/31/22)	\$97.0M
Debt (as of 3/31/22)	\$10.7M
Enterprise Value	\$825.5M
Revenue	\$162.6M
Gross Profit	\$101.5M
Adjusted EBITDA^	\$27.3M
Earnings per Share	\$0.18
EV/Revenue	5.1x

EV/Gross Profit

8.1x

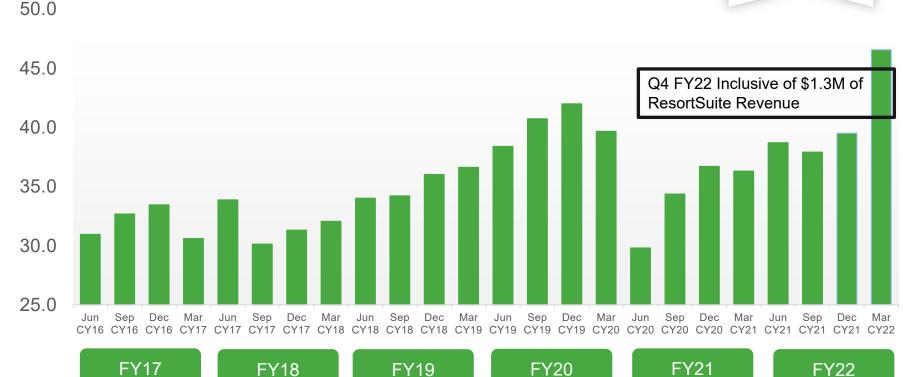
Strong Balance Sheet

Consolidated Balance Sheet (in thousands)									
	March 31, 2022	March 31, 2021							
Cash, Cash Equivalents and Marketable Securities	\$96,971	\$99,180							
Other Current Assets	39,202	34,070							
Long-Term Assets	77,989	56,623							
Total Assets	\$214,162	\$189,873							
Current Liabilities	\$71,466	\$61,001							
Other Liabilities	45,352	48,996							
Total Liabilities	116,818	109,997							
Shareholders' Equity	97,344	79,876							
Total Liabilities and Shareholders' Equity	\$214,162	\$189,873							



Revenue Growth (\$M)

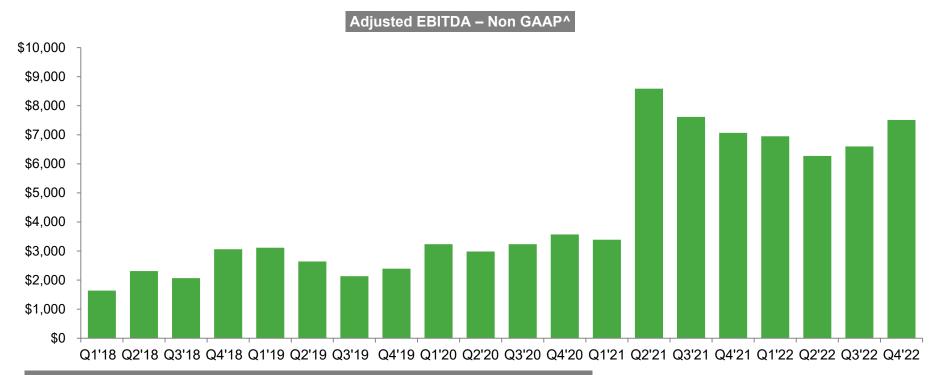




Recurring Revenue (\$M)



Profitability Metrics - Quarterly

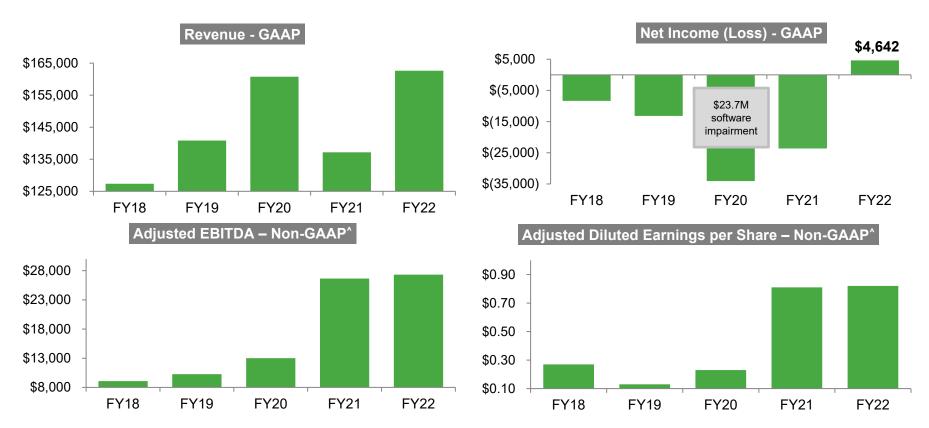


- Q2'21 included inorganic COVID related temporary cost savings, including employee compensation changes and reduction of workforce
- All COVID related cost savings ceased Q1 FY22

All numbers in thousands. Fiscal Year is from 4/1-3/31

^ Non-GAAP measure, see reconciliation on slide 27.

Historical Financial Results







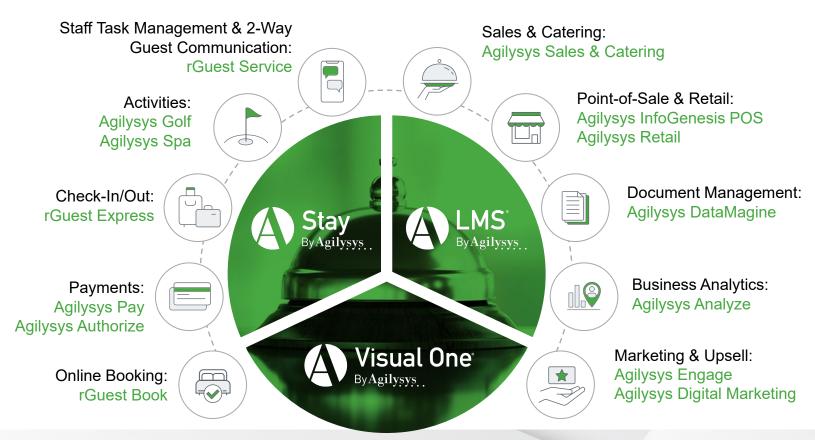
Agilysys Omnichannel POS Solution



Mobile / Web: IG OnDemand



Agilysys Lodging Ecosystem



AGILYSYS, INC. RECONCILIATION OF NET LOSS TO EBITDA AND ADJUSTED EBITDA (UNAUDITED)

Tayalya Months Endad

I welve Months Ended										
_	March 31,									
(In thousands)	2022	2021	2020	2019	2018					
Net loss	\$ 6,478	\$ (21,001)	\$ (34,067)	\$ (13,164)	\$ (8,350)					
Income tax expense (benefit)	33	(208)	201	221	(3,251)					
Loss before taxes	6,511	(21,209)	(33,866)	(12,943)	(11,601)					
Depreciation of fixed assets	2,210	2,832	2,574	2,504	2,631					
Amortization of intangibles	1,654	1,959	2,541	2,567	1,879					
Amortization of developed technology	42	-	12,561	12,602	10,016					
Interest income	(47)	(87)	(371)	(329)	(88)					
EBITDA (a)	10,370	(16,505)	(16,561)	4,401	2,837					
Share-based compensation	14,549	40,093	5,205	4,376	4,688					
Severance and other charges	1,584	2,529	582	1,168	1,798					
Impairments	-	-	23,740	-	-					
Other non-operating (income) expense	(145)	338	176	191	(391)					
Legal settlements, net	969	200	(125)	141	150					
Adjusted EBITDA (b)	27,327	26,655	13,017	10,277	9,082					

- (a) EBITDA is defined as net income before income taxes, interest expense, depreciation and amortization
- (b) Adjusted EBITDA, a non-GAAP financial measure, is defined as income before income taxes, interest expense (net of interest income), depreciation and amortization (including amortization of developed technology), and excluding charges relating to i) legal settlements, ii) severance, and other charges, iii) impairments, iv) share-based compensation, and v) other non-operating (income) expense

AGILYSYS, INC.
RECONCILIATION OF NET INCOME (LOSS) TO EBITDA AND ADJUSTED EBITDA (UNAUDITED)

								Three Months Ended											
(7 - 1 - 1)	Marc		cember	tember	me 30,	M	farch 31,		mber 31,		ember 30,		ne 30,	M	Iarch 31,	mber 31,	 ember 30,		une 30,
(In thousands)	20:	22	 2021	 2021	 2021		2021		2020		2020		2020		2020	 2019	 2019		2019
Net income (loss)	\$	1,982	\$ 1,542	\$ 982	\$ 1,972	\$	(24,281)	\$	(2,070)	\$	5,867	\$	(517)	\$	(26,992)	\$ (2,582)	\$ (2,918)	\$	(1,575)
Income tax expense		(232)	24	48	193		(518)		182		121		8		40	95	41		25
Income (Loss) before taxes		1,750	1,566	1,030	2,165		(24,799)		(1,888)		5,988		(509)		(26,952)	(2,487)	(2,877)		(1,550)
Depreciation of fixed assets		602	495	548	566		672		722		715		723		801	854	707		213
Amortization of intangibles		577	267	345	465		470		521		508		461		641	608	614		678
Amortization of developed		42	-	-															
technology					-		-		-		-		-		3,129	3,129	3,128		3,175
Interest income		(8)	 (6)	 (13)	 (21)		(24)		(18)		(26)		(20)		(88)	 (67)	 (112)		(79)
EBITDA (a)		2,963	2,322	1,910	3,175		(23,681)		(663)		7,185		655		(22,469)	2,037	1,460		2,437
Share-based compensation		3,747	3,839	3,342	3,621		30,781		6,630		1,256		1,426		2,049	1,329	1,345		482
Severance and other charges		398	381	580	225		(233)		1,552		7		1,203		150	11	190		231
Impairments		-	-	-	-		-		-		-		-		23,740	-	-		-
Other non-operating expense		(197)	52	103															
(income)					(103)		50		95		88		106		102	(142)	108		85
Legal settlements, net		598	4	337	 30		150				50				-		(119)		-
Adjusted EBITDA (b)		7,509	6,598	6,272	6,948		7,067		7,614		8,586		3,390		3,572	3,235	2,984		3,235

⁽a) EBITDA is defined as net income before income taxes, interest expense, depreciation and amortization

⁽b) Adjusted EBITDA, a non-GAAP financial measure, is defined as income before income taxes, interest expense (net of interest income), depreciation and amortization (including amortization of developed technology), and excluding charges relating to i) legal settlements, ii) severance, and other charges, iii) impairments, iv) share-based compensation, and v) other non-operating (income) expense

AGILYSYS, INC.

RECONCILIATION OF NET INCOME (LOSS) TO EBITDA AND ADJUSTED EBITDA (UNAUDITED)

Three Months Ended

			Thre	ee Moi	nths Ended								
	arch 31,	December 31, 2018		June 30, 2018		March 31, 2018		December 31, 2017		Sept	ember 30,	June 30,	
(In thousands)	 2019									2017		2017	
Net income (loss)	\$ (3,589)	\$	(4,048)	\$	(1,736)	\$	(210)	\$	(1,934)	\$	(3,248)	\$	(2,958)
Income tax expense	 35		182		(49)		(1,812)		(1,623)		105		78
Income (Loss) before taxes	(3,554)		(3,866)		(1,785)		(2,022)		(3,557)		(3,143)		(2,880)
Depreciation of fixed assets	571		651		606		739		581		700		611
Amortization of intangibles	675		675		543		457		471		465		485
Amortization of developed													
technology	3,245		3,347		2,663		2,645		2,644		2,420		2,307
Interest income	 (102)		(80)		(52)		(30)		(10)		(21)		(26)
EBITDA (a)	835		727		1,975		1,789		129		421		497
Share-based compensation	1,420		1,282		409		912		1,458		1,099		1,219
Severance and other charges	222		58		440		557		378		826		37
Impairments	-		-		-		-		-		-		-
Other non-operating expense													
(income)	(100)		68		198		(197)		(46)		(37)		(113)
Legal settlements, net	 15				91		_		150				_
Adjusted EBITDA (b)	2,392		2,135		3,113		3,061		2,069		2,310		1,640

⁽a) EBITDA is defined as net income before income taxes, interest expense, depreciation and amortization

iv) share-based compensation, and v) other non-operating (income) expense

⁽b) Adjusted EBITDA, a non-GAAP financial measure, is defined as income before income taxes, interest expense (net of interest income), depreciation and amortization (including amortization of developed technology), and excluding charges relating to i) legal settlements, ii) severance, and other charges, iii) impairments,

AGILYSYS, INC.
RECONCILIATION OF NET LOSS TO ADJUSTED NET INCOME FOR ADJUSTED EARNINGS PER SHARE (UNAUDITED)

		Twelve Months Ended								
	March 31,									
(In thousands)	2022	2021	2020	2019	2018					
Net loss attributable to common shareholders	\$ 4,641	\$ (23,608)	\$ (34,067)	\$ (13,164)	\$ (8,350)					
Amortization of intangibles	1,654	1,959	2,541	2,567	1,879					
Amortization of developed technology	42	-	12,561	12,602	10,016					
Share-based compensation	14,549	40,093	5,205	4,376	4,688					
Impairments	-	-	-	-	-					
Series A convertible preferred stock issuance costs	-	1,031	-	-	-					
Severance and other charges	1,584	2,529	582	1,168	1,798					
Legal settlements, net	969	200	(125)	141	150					
Income tax adjustments	(3,056)	(2,710)	(4,904)	(4,720)	(4,005)					
Adjusted net income (a)	20,383	19,494	(18,207)	2,970	6,176					
Basic weighted average shares outstanding	24,477	23,458	23,233	23,037	22,801					
Diluted weighted average shares outstanding	25,392	24,016	23,821	23,462	22,801					
Adjusted basic earnings per share (b)	0.83	0.83	(0.78)	0.13	0.27					
Adjusted diluted earning per share (b)	0.80	0.81	(0.76)	0.13	0.27					

(a) Adjusted net income, a non-GAAP financial measure is defined as net income (loss) attributable to common shareholders before amortization expense (including amortization of developed technology), share-based compensation, and one-time charges including severance and other charges, impairments and legal settlements, less the related income tax effect of these adjustments, as applicable, at the Company's current combined federal and state income statutory tax rate. No income tax effect applies to one-time charges when a valuation allowance offsets their related deferred tax assets

(b) Adjusted earnings per share, a non-GAAP financial measure, is defined as adjusted net income (loss) divided by basic and diluted weighted average shares outstanding

Cash Flow		31-Mar	31-Mar	31-Mar	31-Mar	31-Mar
Casii i low		FY22	FY21	FY20	FY19	FY18
	Operating activities					
	Net income(loss) from operations	\$ 6,478	\$ (21,001)	\$ (34,067)	\$ (13,164)	\$ (8,350)
	Non cash adjustments, restructuring, legal settlements	17,683	43,969	46,260	22,219	16,586
	Changes in assets & liabilities	4,314	5,439	(1,618)	(1,814)	(1,362)
	Net cash provided by operating activities	28,475	28,407	10,575	7,241	6,874
	Investing activities					
	Capital expenditures	(1,197)	(1,389)	(3,420)	(3,318)	(6,140)
	Cash paid for business combinations, net of cash acquired					
		(24,455)	-	-	-	-
	Capitalized developed software	-	-	-	(2,189)	(8,918)
	Investments	(27)	(2)	(27)	(27)	(27)
	Net cash used in investing activities	(25,679)	(1,391)	(3,447)	(5,534)	(15,085)
	Net cash provided by (used in) financing activities	(4,901)	25,316	(1,116)	(767)	(1,295)
	Effect of exchange rate	(104)	195	(130)	(112)	194
	Increase (decrease) in cash & cash equivalents	(2,209)	52,527	5,882	828	(9,312)
	Cash & cash equivalents - beginning of period	99,180	46,653	40,771	39,943	49,255
	Cash & cash equivalents - end of period	\$ 96,971	\$ 99,180	\$ 46,653	\$ 40,771	\$ 39,943

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