

PRGX GLOBAL, INC.  
Form 3  
July 29, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol                                |  |
| Sachdev Tushar K.                         |         | (Month/Day/Year)                     | PRGX GLOBAL, INC. [PRGX]   |  |
| (Last)                                    | (First) | (Middle)                             | 07/25/2013   |  |
| 600 GALLERIA PARKWAY, SUITE 100           |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| ATLANTA, GA 30339                         |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | SVP Global Shared Services/CIO   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 7,874   | D  |   |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

Edgar Filing: PRGX GLOBAL, INC. - Form 3

|                       | Date Exercisable | Expiration Date |              | Amount or Number of Shares |          | or Indirect (I) (Instr. 5) |   |
|-----------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Restricted Stock Unit | Â (1)            | Â (1)           | Common Stock | 418                        | \$ 0 (2) | D                          | Â |
| Restricted Stock Unit | Â (3)            | Â (3)           | Common Stock | 2,000                      | \$ 0 (2) | D                          | Â |
| Restricted Stock Unit | Â (4)            | Â (4)           | Common Stock | 3,750                      | \$ 0 (2) | D                          | Â |
| Stock Option          | Â (5)            | 04/08/2017      | Common Stock | 5,000                      | \$ 5.9   | D                          | Â |
| Stock Option          | Â (5)            | 06/22/2017      | Common Stock | 1,042                      | \$ 3.96  | D                          | Â |
| Stock Option          | Â (5)            | 02/16/2018      | Common Stock | 10,000                     | \$ 6.09  | D                          | Â |
| Stock Option          | Â (6)            | 05/22/2018      | Common Stock | 1,250                      | \$ 7.41  | D                          | Â |
| Stock Option          | Â (7)            | 06/18/2019      | Common Stock | 3,000                      | \$ 7.53  | D                          | Â |
| Stock Option          | Â (8)            | 06/16/2020      | Common Stock | 3,750                      | \$ 5.55  | D                          | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                  |       |
|---|---------------|-----------|----------------------------------|-------|
|   | Director      | 10% Owner | Officer                          | Other |
| Sachdev Tushar K.<br>600 GALLERIA PARKWAY<br>SUITE 100<br>ATLANTA, GA 30339 | Â             | Â         | Â SVP Global Shared Services/CIO | Â     |

## Signatures

/s/ Victor A. Allums, as Attorney-in-Fact for Tushar K. Sachdev

07/29/2013

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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 unit award was granted May 23, 2011 and vests on May 23, 2014.
- (2) Each restricted stock unit represents the right to receive, on vesting, one share of common stock.
- (3) Restricted stock unit award was granted June 19, 2012 and vests in two equal installments on each of June 19, 2014 and 2015.
- (4) Restricted stock unit award was granted June 17, 2013 and vests in three equal installments on each of June 17, 2014, 2015 and 2016.

Edgar Filing: PRGX GLOBAL, INC. - Form 3

- (5) Fully vested option.
- (6) Option vests in three equal installments. The first two installments became exercisable on May 23, 2012 and 2013, and the last installment becomes exercisable on May 23, 2014.
- (7) Option vests in three equal installments. The first installment became exercisable on June 19, 2013, and the next two installments become exercisable on each of June 19, 2014 and 2015.
- (8) Option vests in three equal installments on each of June 17, 2014, 2015 and 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.