

Edgar Filing: PRG SCHULTZ INTERNATIONAL INC - Form 4

PRG SCHULTZ INTERNATIONAL INC

Form 4

October 18, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 COOK, JOHN M
 2300 Windy Ridge Parkway
 Suite 100, North
 Atlanta, GA 30339-8426
 USA
2. Issuer Name and Ticker or Trading Symbol
 PRG-SCHULTZ INTERNATIONAL, INC.
 PRGX
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 09/30/2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director (X) 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Chairman of the Board and Chief Executive Officer
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) 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 | 2. Transaction Date | 3. Code | 4. Securities Acquired (A) or Disposed of (D) Amount | 5. Amount of Securities Beneficially Owned at End of Month |
|----------------------|---------------------|---------|---|--|
| Common Stock | 9-30-02 | G | V 3,198 | 2,576,990 |
| | | | | 880,073 |
| | | | | 29,153 |
| | | | | 54,035 |
| | | | | 81,053 |
| | | | | 400,002 |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative | 2. Con- | 3. | 4. | 5. Number of De | 6. Date Exer | 7. Title and Amount | 8. P |
|------------------------|---------|----|----|-----------------|--------------|---------------------|------|
|------------------------|---------|----|----|-----------------|--------------|---------------------|------|

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| Security | Version | Transaction | Derivative | Secur | Acquis | and | Underlying | |
|----------|---------|-------------|-------------|--------|----------------|-----|------------------|-----|
| or Exer | | | rities | Acqui | Expiration | | Securities | of |
| cise | | | red(A) | or Dis | Date(Month/ | | | vat |
| Price of | | | posed of(D) | | Day/Year) | | | Sec |
| Deriva- | | | | | Date Expir | | | rit |
| tive | | | | | A/ Exer- ation | | Title and Number | |
| Secu- | | | | | D cisa- Date | | of Shares | |
| urity | Date | Code V | Amount | | ble | | | |
| | | | | | | | | |

Explanation of Responses:

SIGNATURE OF REPORTING PERSON

/s/ John M. Cook by Clinton McKellar, Jr., Gen. Counsel

DATE

October 17, 2002