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PRG SCHULTZ INTERNATIONAL INC  
Form 8-K  
May 02, 2002

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 2, 2002

PRG-SCHULTZ INTERNATIONAL, INC.  
(Exact name of registrant as specified in charter)

Commission File Number 000-28000

Georgia  
(State or other jurisdiction of  
incorporation)

58-2213805  
(IRS Employer Identification  
No.)

2300 Windy Ridge Parkway  
Suite 100 North  
Atlanta, Georgia  
(Address of principal executive offices)

30339-8426  
(Zip Code)

Registrant's telephone number including area code (770) 779-3900

N/A  
(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

On May 2, 2002, PRG-Schultz International, Inc. ("PRG-Schultz") issued a press release announcing its results of operations for the quarter ended March 31, 2002. PRG-Schultz hereby incorporates by reference herein the information set forth in its press release dated May 2, 2002, a copy of which is attached hereto as Exhibit 99.1.

Except for the historical information contained in this report, the statements made by PRG-Schultz are forward looking statements that involve risks and uncertainties. All such statements are subject to the safe harbor created by the Private Securities Litigation Reform Act of 1995. PRG-Schultz's future financial performance could differ significantly from the expectations of management and from results expressed or implied in the attached press release. For further information on risk factors that could impact the forward looking statements

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contained in the attached press release, please refer to the risks discussed therein and to the "Risk Factors" contained in PRG-Schultz's prospectus dated April 24, 2002, as filed with the Securities and Exchange Commission on April 25, 2002.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial Statements.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Exhibits.

Exhibit Number -----	Description -----
99.1	Press Release dated May 2, 2002

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SIGNATURE

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.

PRG-SCHULTZ INTERNATIONAL, INC.

Date: May 2, 2002

By: /s/ Donald E. Ellis, Jr.

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Donald E. Ellis, Jr., Executive Vice  
President - Finance,  
Chief Financial Officer and Treasurer  
(Principal Financial Officer)

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EXHIBIT INDEX

Exhibit Number -----	Description -----
99.1	Press Release dated May 2, 2002

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