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PRG SCHULTZ INTERNATIONAL INC
Form 8-K
October 28, 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): October 28, 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

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

ITEM 5. OTHER EVENTS.

On October 28, 2002, PRG-Schultz International, Inc. ("PRG-Schultz") issued a press release announcing its financial results for the quarter ended September 30, 2002. PRG-Schultz hereby incorporates by reference herein the information set forth in its Press Release dated October 28, 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

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performance could differ significantly from the expectations of management and from results expressed or implied in the Press Release. For further information on other risk factors, please refer to the factors discussed in PRG-Schultz's Form 10-Q as filed with the Securities and Exchange Commission on August 9, 2002 and the "Risk Factors" contained in PRG-Schultz's Post-Effective Amendment on Form S-3 as filed with the Securities and Exchange Commission on August 30, 2002.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial Statements.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Exhibits.

Exhibit Number	Description
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99.1	Press Release dated October 28, 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: October 28, 2002

By: /s/ Clinton McKellar

Clinton McKellar, Jr., Senior Vice
President, General Counsel and
Secretary

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