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PRG SCHULTZ INTERNATIONAL INC

Form 8-K

September 07, 2005

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

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FORM 8-K  
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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): AUGUST 31, 2005

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PRG-SCHULTZ INTERNATIONAL, INC.  
(Exact name of registrant as specified in its charter)  
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GEORGIA 000-28000  
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(State or Other Jurisdiction (Commission File Number)  
of Incorporation)

600 GALLERIA PARKWAY, SUITE 100, ATLANTA, GEORGIA 30339-5949  
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(Address of principal executive office) (zip code)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (770) 779-3900  
  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS;

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### APPOINTMENT OF PRINCIPAL OFFICERS

Effective August 31, 2005, Mr. Jonathan Golden, a Class I Director of the Company, resigned from the Board of Directors. Mr. Golden's resignation was not due to any disagreement with the Company. The Company does not intend to fill Mr. Golden's seat on the Board of Directors. Giving effect to such resignation, the Board of Directors has seven members.

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, PRG-Schultz International, Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PRG-SCHULTZ INTERNATIONAL, INC.

Date: September 6, 2005

By: /s/ Clinton McKellar

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Clinton McKellar, Jr.  
General Counsel and Secretary