PRGX GLOBAL, INC.

Form 4 June 21, 2016

FORM 4

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

OMB 3235-0287 Number: January 31,

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per

0.5

response...

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Sachdev Tushar K.			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	PRGX GLOBAL, INC. [PRGX] 3. Date of Earliest Transaction	(Check all applicable)			
600 GALLERIA PARKWAY, SU			(Month/Day/Year) 06/17/2016	Director 10% OwnerX_ Officer (give title Other (specify below) SVP Global Shared Services/CIO			
ATLANTA, GA	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
	(Stata)	(Zin)		Person			

(City)	(State) (Z	Zip) Table	I - Non-Do	erivative S	Securi	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(IIISU. 4)	(Instr. 4)
Common Stock	06/17/2016		M	3,750	A	\$ 0 (1)	26,525	D	
Common Stock	06/17/2016		F	1,216 (2)	D	\$ 5.17	25,309	D	
Common Stock	06/17/2016		M	1,250	A	\$ 0 (1)	26,559	D	
Common Stock	06/17/2016		F	405 (2)	D	\$ 5.17	26,154	D	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Derivative Expiration Date curities (Month/Day/Year) quired) or sposed of) str. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst	
			Code V	(Α) (Γ	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	\$ 0 (1)	06/17/2016	M	3,7	750	(3)	(3)	Common Stock	3,750	\$ (
Restricted Stock Unit	\$ 0 (1)	06/17/2016	M	1,2	250	(3)	(3)	Common Stock	1,250	\$ (

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Sachdev Tushar K. 600 GALLERIA PARKWAY SUITE 100 ATLANTA, GA 30339

SVP Global Shared Services/CIO

Signatures

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

06/21/2016

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) Each restricted stock unit represents the right to receive, on vesting, one share of common stock.
- (2) Surrender of stock upon vesting of restricted stock units to satisfy tax withholding obligations.
- (3) Restricted stock unit award vested 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.

Reporting Owners 2

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