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PROFIT RECOVERY GROUP INTERNATIONAL INC

Form 8-K

December 26, 2001

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): December 19, 2001

THE PROFIT RECOVERY GROUP  
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)  
N/A

ITEM 5. OTHER EVENTS.

Reference is hereby made to the Registrant's Form S-8 Registration Statements (Nos. 333-64125, 333-61578, 333-30885 and 333-08707) filed with the Securities and Exchange Commission (the "Commission") on September 23, 1998, May 24, 2001, July 8, 1997 and July 24, 1996, respectively.

The Registrant is filing this Current Report on Form 8-K to file the

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Independent Auditors' Consent for the inclusion in the above-referenced Registration Statements of the accountants' report dated July 26, 2001, except as to Note 16 which is as of September 5, 2001, with respect to their audit of the financial statements of Howard Schultz & Associates International, Inc. contained in the Registrant's Definitive Proxy Statement filed with the Commission on December 19, 2001. The Independent Auditors' Consent is set forth in Exhibit 23.1 hereto.

### ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

#### (a) Financial Statements.

Not applicable.

#### (b) Pro Forma Financial Information.

Not applicable.

#### (c) Exhibits.

Exhibit Number -----	Description -----
23.1	Consent of KPMG LLP.

### 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.

THE PROFIT RECOVERY GROUP  
INTERNATIONAL, INC.

Date: December 26, 2001

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

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

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