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PROFIT RECOVERY GROUP INTERNATIONAL INC

Form 8-K

November 15, 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): November 15, 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)

58-221380
(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.

On November 15, 2001, The Profit Recovery Group International, Inc. ("PRG")

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issued a press release announcing its proposed private offering of convertible subordinated notes. PRG hereby incorporates by reference herein the information set forth in its Press Release dated November 15, 2001, a copy of which is attached hereto as Exhibit 99.1

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 November 15, 2001

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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.

THE PROFIT RECOVERY GROUP
INTERNATIONAL, INC.

Date: November 15, 2001

By: /s/ Clinton McKellar, Jr.

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

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