

Edgar Filing: PRG SCHULTZ INTERNATIONAL INC - Form 4

PRG SCHULTZ INTERNATIONAL INC

Form 4

April 19, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

TOMA, JOHN M.

2300 Windy Ridge Parkway

Suite 100 North

Atlanta, GA 30339-3426

USA

2. Issuer Name and Ticker or Trading Symbol

PRG-SCHULTZ INTERNATIONAL, INC.

PRGX

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

03/05/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director () 10% Owner (X) Officer (give title below) () Other

(specify below)

Vice Chairman and Assistant Secretary

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person

() Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
Common Stock	3-5-02	G	V 2,035	D 331,800
	3-5-02	G	V 2,035	D 73,190
				D 48,034
				D 275,886
				D 5,556

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion	3. Transaction	4. Derivative Security	5. Number of Derivative Securities	6. Date Exercisable and	7. Title and Amount of Underlying	8. Percentage of
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	For Exercise			Securities Acquired(A) or Disposed of(D)	Expiration Date(Month/Day/Year)	Securities Title and Number of Shares	Value
	Derivative Security	Date	Code/V	Amount	A/D	Expiration Date	

Explanation of Responses:

SIGNATURE OF REPORTING PERSON

/s/ John M. Toma by Donald E. Ellis, Jr.

DATE _____

April 15, 2002