

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-31**

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SUBJECT COMPANY

PROFIT RECOVERY GROUP INTERNATIONAL INC

CIK: **1007330** | IRS No.: **582213805** | State of Incorporation: **GA** | Fiscal Year End: **1231**

Type: **4** | Act: **34** | File No.: **000-28000** | Film No.: **99709529**

SIC: **8700** Engineering, accounting, research, management

Mailing Address

2300 WINDY RIDGE PKWY
STE 100 NORTH
ATLANTA GA 30339-8426

Business Address

2300 WINDY RIDGE PKWY
STE 100 N
ATLANTA GA 30339-8426
7707793900

REPORTING OWNER

MELTON MICHAEL

CIK: **1041498**

Type: **4**

Mailing Address

C/O PROFIT RECOVERY
GROUP INTERNATL INC
2300 WINDY RIDGE PKWY,
STE 100, N TOWER
ATLANTA GA 30339

Business Address

2300 WINDY RIDGE
PARKWAY
STE 100 NORTH TOWER
ATLANTA GA 30339

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).

- Name and Address of Reporting Person
 MELTON, MICHAEL R.
 2300 Windy Ridge Parkway
 Suite 100, North
 Atlanta, GA 30339-8426
 USA
- Issuer Name and Ticker or Trading Symbol
 THE PROFIT RECOVERY GROUP INTERNATIONAL, INC.
 PRGX
- IRS or Social Security Number of Reporting Person (Voluntary)
- Statement for Month/Year
 August 1999
- If Amendment, Date of Original (Month/Year)
- Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Vice President - Finance
- Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

<TABLE>
 <CAPTION>

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

1. Title of Security	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Director (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
<S> Common Stock	<C> 8/24/99	<C> M	<C><C> 16,800	<C> <C> A 35.00	<C> 1,500 (1)	<C> <C> D
Common Stock	8/24/99	S	16,800	D 35.00		
Common Stock	8/25/99	M	1,200	A 35.00		
Common Stock	8/25/99	S	1,200	D 35.00		

<CAPTION>

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Director (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
<S> OPTION (RIGHT TO PURCHASE) ASE	<C> 8.50	<C> 8/24/99	<C> M	<C><C> 16,800	<C> <C> <C> <C> D (2) 6/2/07	<C> Common Stock	<C> 6,800	<C> N/A	<C> <C> D	<C> <C> D
OPTION (RIGHT TO PURCHASE) ASE	8.50	8/25/99	M	1,200	D (2) 6/2/07	Common Stock	1,200	N/A	40,000	D

</TABLE>
 Explanation of Responses:

- Includes 1,500 shares adjusted for 3-for-2 Stock Split, which became effective on August 17, 1999.
 - Option vests in five equal annual installments of 20% each beginning one year from the date of grant (6/2/97).
- SIGNATURE OF REPORTING PERSON

MICHAEL R. MELTON
DATE
september 10, 1999