

Edgar Filing: PFOHL JONATHAN M - Form 4

PFOHL JONATHAN M  
Form 4  
December 19, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations  
may continue. See Instruction 1(b).

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1. Name and Address of Reporting Person\*

Pfohl Jonathan M.  
-----  
(Last) (First) (Middle)

233 Peachtree Street, NE, Suite 1700  
-----  
(Street)

Atlanta GA 30303  
-----  
(City) (State) (Zip)

-----  
2. Issuer Name and Ticker or Trading Symbol

AirGate PCS, Inc./"PCSA"  
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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)  
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4. Statement for Month/Year  
-----

12/17/02  
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5. If Amendment, Date of Original (Month/Year)  
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6. Relationship of Reporting Person to Issuer  
(Check all applicable)

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

Vice President, Finance  
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7. Individual or Joint/Group Filing (Check applicable line)  
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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 (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	
		Code	V	Amount	Price (A) or (D)

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)

(Over)

FORM 4 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ .82	12/17/02	A	36,000	(1) 12/17/12	Class A Comon Stock 36,000

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Employee  
Stock Option  
(Right to  
Buy)                      \$ .82            12/17/02            A            36,000            (1)    12/17/12            Class A  
Comon  
Stock 36,000

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Explanation of Responses:  
Vesting Schedule: (1) Exercisable in four (4) equal annual installments  
commencing December 17, 2003.

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\*\*Signature of Reporting Person

-----  
Date

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/s/Barbara L. Blackford

12/19/02

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Barbara L. Blackford  
Power of Attorney for Jonathan M. Pfohl

-----  
Date

\*\* Intentional misstatements or omissions of facts constitute Federal  
Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.  
If space provided is insufficient, see Instruction 6 for procedure.

Page 2