

Edgar Filing: AIRGATE PCS INC /DE/ - Form 424B3

AIRGATE PCS INC /DE/  
Form 424B3  
March 24, 2004

Filed Pursuant to Rule 424(b)(3)  
Registration Statement No. 333-112843

Prospectus Supplement No. 5

[GRAPHIC OMITTED - LOGO]

9 3/8% Senior Subordinated Secured Notes due 2009  
and  
Shares of Common Stock

This prospectus supplement supplements the prospectus dated February 20, 2004 of AirGate PCS, Inc., as supplemented by prospectus supplement No. 1 dated March 5, 2004, prospectus supplement No. 2 dated March 8, 2004, prospectus supplement No. 3 dated March 10, 2004 and prospectus supplement No. 4 dated March 12, 2004, relating to the sale by certain holders of our 9 3/8% Senior Subordinated Secured Notes due 2009 and shares of our common stock. You should read this prospectus supplement in conjunction with the prospectus. This prospectus supplement is qualified by reference to the prospectus except to the extent that the information in this prospectus supplement supersedes the information contained in the prospectus. Capitalized terms used in this prospectus supplement and not otherwise defined herein have the meanings specified in the prospectus.

The following line items in the table of Selling Holders contained in the prospectus are hereby amended as follows:

Name	Principal Amount of Notes Beneficially Owned that may be sold (\$)	Number of Shares of Common Stock that may be sold	% of Ou Comm
-----	-----	-----	-----
40/86 Advisors			
Conseco Fund Group - High Yield Fund	725,300	28,957	

Our common stock is quoted on The Nasdaq National Market under the symbol "PCSAD." On March 23, 2004, the last reported bid price per share of our common stock on The Nasdaq National Market was \$16.12.

Investing in the notes and our common stock involves risks. See "Risk Factors" beginning on page 4 of the prospectus.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or passed upon the accuracy or adequacy of this prospectus. Any representation to the contrary is a criminal offense.

Edgar Filing: AIRGATE PCS INC /DE/ - Form 424B3

-----

The date of this Prospectus Supplement is March 24, 2004