

AIRGATE PCS INC /DE/  
Form 8-K  
February 09, 2005

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**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): February 8, 2005

**AIRGATE PCS, INC.**

(Exact name of registrant as specified in its charter)

DELAWARE  
(State or other jurisdiction  
of incorporation)

027455  
(Commission  
File Number)

58-2422929  
(IRS Employer  
Identification No.)

Harris Tower, 233 Peachtree Street, N.E.  
Suite 1700  
Atlanta, Georgia 30303  
(Address of Principal  
Executive Offices)

(404) 525-7272  
(Registrant's telephone number, including area code)

None  
(Former name or former since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- ☒ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Section 2. Financial Information.**

**Item 2.02. Results of Operations and Financial Condition.**

The following information is provided pursuant to Item 2.02 of Form 8-K, Results of Operations and Financial Condition, and Item 7.01 of Form 8-K, Regulation FD Disclosure.

On February 8, 2005, AirGate PCS, Inc. issued a press release announcing its financial and operating results for its first fiscal quarter ended December 31, 2004. A copy of that press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information contained in Exhibit 99.1 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Section 7 Regulation FD**

**Item 7.01 Regulation FD Disclosure.**

See Item 2.02 Results of Operations and Financial Condition above.

**Section 9 Financial Statements and Exhibits**

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits

99.1 Press Release of AirGate PCS, Inc., dated February 8, 2005, announcing its financial and operating results for its first fiscal quarter ended December 31, 2004.

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**SIGNATURES**

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.

AIRGATE PCS, INC.

Date: February 8, 2005

By: /s/ William J. Loughman  
William J. Loughman  
Vice President and Chief Financial  
Officer

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Exhibit	Description
99.1	Press Release of AirGate PCS, Inc., dated February 8, 2005, announcing its financial and operating results for its first fiscal quarter ended December 31, 2004.