

Edgar Filing: AIRGATE PCS INC /DE/ - Form 8-K

- (i)Independent Auditors' Report;
- (ii)Consolidated Balance Sheets as of September 30, 2001 and December 31, 2000;
- (iii)Consolidated Statements of Operations for the nine months ended September 30, 2001, for the year ended December 31, 2000 and for the period from January 22, 1999 (date of inception) through December 31, 1999;
- (iv)Consolidated Statements of Redeemable Preferred Stock and Equity (Deficiency) for the nine months ended September 30, 2001, for the year ended December 30, 2000 and for the period from January 22, 1999 (date of inception) through December 31, 1999;
- (v)Consolidated Statements of Cash Flows for the nine months ended September 30, 2001, for the year ended December 31, 2000 and for the period from January 22, 1999 (date of inception) through December 31, 1999; and
- (vi)Notes to Consolidated Financial Statements.

(b) Pro forma financial information.

The following pro forma financial statements of AirGate are attached hereto as Exhibit 99.3:

- (i)Unaudited Pro Forma Condensed Consolidated Balance Sheet as of September 30, 2001;

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- (ii)Unaudited Pro Forma Condensed Consolidated Statement of Operations for the twelve months ended September 30, 2001; and
- (iii)Notes to Unaudited Pro Forma Condensed Consolidated Financial Statements.

(c) Exhibits.

Exhibit No. -----	Description -----
23.1	Consent of Deloitte & Touche LLP.
99.1	Press Release dated November 30, 2001 announcing the completion of the acquisition of Inc. by AirGate PCS, Inc. pursuant to the Agreement and Plan of Merger dated as of Au 2001 by and among AirGate PCS, Inc. and iPCS, Inc.
99.2	Audited consolidated financial statements of iPCS, Inc. and Subsidiaries and Predeces September 30, 2001 and December 31, 2000 and for the nine months ended September 30, for the year ended December 31, 2000 and for the period from January 22, 1999 (date o inception) through December 31, 1999.
99.3	Unaudited pro forma condensed consolidated financial statements of AirGate PCS, Inc. September 30, 2001 and for the twelve months ended September 30, 2001.

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SIGNATURES

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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.
(Registrant)

/S/ ALAN B. CATHERALL

Date: November 30, 2001

By: _____
Name: Alan B. Catherall
Title: Chief Financial Officer

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EXHIBIT INDEX

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99.2....	Audited consolidated financial statements of iPCS, Inc. and Subsidiaries and Predecessors for the period from September 30, 2001 and December 31, 2000 and for the nine months ended September 30, 2001, for the year ended December 31, 2000 and for the period from January 22, 1999 (date of inception) through December 31, 1999.
99.3....	Unaudited pro forma condensed consolidated financial statements of AirGate PCS, Inc. for the period from September 30, 2001 and for the twelve months ended September 30, 2001.

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