SCHIFFMAN BARRY J Form 4 March 05, 2003

OMB	APPROVAL		
OMB Number:		3235-	-028
Expires:	January	31,	2005
Estimated av	verage bur	den	

hours per response.....0.5

UNITED STATES 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(h) of the Investment Company Act of 1940

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

(Print of Type Responses)

			_							
1. Name and Address of Reporting Person*										
Schiffman	Barry	J.								
(Last)		(Middle)								
505 Hamilton Avenue, Suite 310										
	(Street)									
Palo Alto	CA	94301								
(City)	(State)	(Zip)								
2. Issuer Name and Ticker or Tra	2. Issuer Name and Ticker or Trading Symbol									
AirGate PCS, Inc. / "PCSA"										
3. I.R.S. Identification Number	of Reporting	Person, if an entity	(voluntary)							
4. Statement for Month/Day/Year										
March 4, 2003										
5. If Amendment, Date of Original (Month/Day/Year)										

Relationship of Reporting Person(s) to Issuer (Check all applicable)

	X _	Director Officer (g	rive title below)		10% Owner Other (sp				
7.	7. Individual or Joint/Group Filing (Check Applicable line) _ 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									
			2. Trans-	2A. Deem	ed ution	3. Transacti	.on	4. Securities Ad Disposed of (Instr. 3, 4	(D) and 5)	(A) or
1. Title of Security (Instr. 3)		action Date	Date, any	Date, if any	(Instr. 8) Code V			(A) or (D)	Price	
						·				
									-=====	

FORM 4 (continued)

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

(e.g., puts, calls, warrants, options, convertible securities)

	Deriv-	3. Trans- action	ion Date if			or Disposed of (D) (Instr. 3,		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
1. Title of											Amount or
Derivative Security (Instr. 3)	Secur-	Date (mm/dd/ yy)	any (mm/dd/ yy)	- /		4 and (A)		Date Exer- cisable		Title	Number of Shares
Director Stock Optio	n										
(Right to Buy)	\$.26	3/4/03		А	V	22,500)	(1)	3/4/13	Common Stock	22,500
Explanation Vesting Sch the Annual than May 1	edule: (1 Meeting o) Exercis f Shareow									
**Signature of Reporting Person								Date	 e		

/s/ Jennifer B. Froneberger March 5, 2003

*Jennifer B. Foneberger Date

Power of Attorney for Barry J. Schiffman

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

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

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

* Executed pursuant to a power of Attorney filed herewith.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.