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PRICE ROBERT /NY
Form SC 13D/A
April 27, 2004

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

SCHEDULE 13D/A
(RULE 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13D-1(A) AND AMENDMENTS THERETO FILED PURSUANT TO

RULE 13d-2(A)

(AMENDMENT NO. 15)

PRICE COMMUNICATIONS CORPORATION

(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.01 PER SHARE

(Title of Class of Securities)

741437305

(CUSIP Number)

PETER G. SAMUELS
PROSKAUER ROSE LLP
1585 BROADWAY
NEW YORK, NEW YORK 10036
(212) 969-3335

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

MARCH 12, 2004

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box ☐

(Continued on following pages)

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CUSIP NO. 741437305

PAGE 2 OF 4 PAGES

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Robert Price
052-24-1539

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐ / ☐ /
(b) ☐ / ☐ /

3. SEC USE ONLY

4. SOURCE OF FUNDS N/A

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(D) OR 2(E) ☐ / ☐ /

6. CITIZENSHIP OR PLACE OF ORGANIZATION United States

| | | | |
|---|-----|--------------------------|-----------|
| | 7. | SOLE VOTING POWER | 4,989,800 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 8. | SHARED VOTING POWER | 0 |
| | 9. | SOLE DISPOSITIVE POWER | 4,989,800 |
| | 10. | SHARED DISPOSITIVE POWER | 0 |

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY
EACH REPORTING PERSON 4,989,800

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)
EXCLUDES CERTAIN SHARES ☐ / ☐ /

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 9.3%

14. TYPE OF REPORTING PERSON IN

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This Amendment No. 15 amends the Schedule 13D, as amended, filed by Robert Price relating to the shares of common stock, par value \$0.01 per share (the "Common Stock"), of Price Communications Corporation.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

The responses to Item 5(a), (b) and (c) are hereby amended by deleting the entire text thereof and inserting the following in lieu thereof:

(a) Aggregate Number or Percentage of Shares of Common Stock Outstanding Beneficially Owned by the Reporting Person

As of April 22, 2004, Mr. Price beneficially owned 4,989,800 shares of Common Stock or approximately 9.3% of the 53,855,999 shares of Common Stock outstanding as of March 15, 2004. Effective on or about March 12, 2004, Mr. Price no longer has proxies to vote shares of Common Stock owned by his grandchildren.

(b) Number of Shares and Power to Vote

As of April 22, 2004, Mr. Price has the sole power to vote the shares listed under Item 5(a) and the sole power to dispose of the shares listed under Item 5(a).

(c) Description of Securities Transactions

During the sixty days prior to April 22, 2004, Mr. Price sold an aggregate of 265,200 shares of Common Stock in ordinary brokerage transactions in the open market, as follows:

| Date of Transaction | Number of Shares | Sales Price (per share) |
|---------------------|------------------|-------------------------|
| February 23, 2004 | 100,000 | \$14.7501 |
| February 23, 2004 | 25,000 | \$14.7342 |
| March 3, 2004 | 100,000 | \$15.31 |
| April 20, 2004 | 5,600 | \$15.86 |
| April 20, 2004 | 4,000 | \$15.87 |
| April 21, 2004 | 5,500 | \$15.75 |
| April 21, 2004 | 2,000 | \$15.76 |
| April 21, 2004 | 2,000 | \$15.77 |
| April 21, 2004 | 1,100 | \$15.79 |
| April 22, 2004 | 20,000 | \$15.81 |

In addition, on February 23, 2004, Mr. Price made a charitable gift of 1,800 shares of Common Stock.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

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April 26, 2004

/s/ ROBERT PRICE

Robert Price