## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROV	VAL								
OMB Number:	3235-0287								
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1. Name and Address of Reporting Person*  JARVIS SCOT					2. Issuer Name and Ticker or Trading Symbol WIRELESS FACILITIES INC [ WFII ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
				1								,		X	Direc	ctor		10% C	wner			
(Last) (First) (Middle)							3. Date of Earliest Transaction (Month/Day/Year) 08/20/2003									Offic belov			Other below)	(specify		
201 ROU	JTE 17 N													_								
-					_   4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable							
(Street)																Line)  X Form filed by One Reporting Person						
RUTHE	RFORD N.	J (	07070												Form filed by More than One Reporting							
-					-											Person						
(City)	(St	ate) (	Zip)																			
		Tabl	e I - Nor	n-Deriv	/ative	Se	curitie	s Acc	quired,	Dis	posed o	f, or	Ben	efici	ally	Owne	ed					
Date			Date	Date E Month/Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispos Code (Instr. 5)		Disposed	rities Acquired (A) ed Of (D) (Instr. 3, 4			4 and Sec Ben		ount of ties cially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Code	v	Amount	(A) or (D) Prid		Price	Trans		action(s) 3 and 4)			(111501.4)		
Common Stock 08,				08/2	20/2003						2,500	) D		\$15	5.5	.5 752,991		D				
		Та	able II - D						,	•	sed of, onvertib				y Ov	vned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	Code (Inst				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3	8. Price Derivati Security (Instr. 5		derivative Securities	Own Forn Direc or In (I) (Ir	ership n: ct (D) direct nstr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
						v	(A) (D)		Date Exercisal		Expiration Date	Title	or Nur of	ount nber ıres	er							

Explanation of Responses:

By: Vencent Donlan For: Scot **Jarvis** 

08/20/2003

\*\* Signature of Reporting Person

Date

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

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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