

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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>CARANO BANDEL L</u> (Last) (First) (Middle) c/o Oak Investment Partners One Gorham Island (Street) Westport CT 06880 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WIRELESS FACILITIES INC [WFII]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/19/2003	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 06/23/2003	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Director Option to Buy Common Stock	\$6.73	06/19/2003		A		10,000		01/01/2003 ⁽¹⁾	01/01/2012	Common Stock	10,000	\$0	10,000	D ⁽³⁾	
Director Option to Buy Common Stock	\$6.01	06/19/2003		A		10,000		01/01/2003 ⁽²⁾	01/01/2013	Common Stock	10,000	\$0	10,000	D ⁽³⁾	

1. Name and Address of Reporting Person* <u>CARANO BANDEL L</u> (Last) (First) (Middle) c/o Oak Investment Partners One Gorham Island (Street) Westport CT 06880 (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>OAK INVESTMENT PARTNERS VI LP</u> (Last) (First) (Middle) One Gorham Island (Street) Westport CT 06880 (City) (State) (Zip)

1. Name and Address of Reporting Person* <u>OAK VI AFFILIATES FUND LP</u>
--

(Last) (First) (Middle)

One Gorham Island

(Street)

Westport CT 06880

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[OAK INVESTMENT PARTNERS IX L P](#)

(Last) (First) (Middle)

One Gorham Island

(Street)

Westport CT 06880

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[OAK IX AFFILIATES FUND LP](#)

(Last) (First) (Middle)

One Gorham Island

(Street)

Westport CT 06880

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[OAK IX AFFILIATES FUND A LP](#)

(Last) (First) (Middle)

One Gorham Island

(Street)

Westport CT 06880

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[OAK INVESTMENT PARTNERS X LTD
PARTNERSHIP](#)

(Last) (First) (Middle)

One Gorham Island

(Street)

Westport CT 06880

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

[OAK X AFFILIATES FUND LP](#)

(Last) (First) (Middle)

ONE GORHAM ISLAND

(Street)

WESTPORT CT 06880

(City)

(State)

(Zip)

Explanation of Responses:

1. The Director Options became exercisable as to 2,500 shares on 1/1/03 and becomes exercisable for an additional 7,500 shares on each of the second, third and fourth anniversaries of 1/1/02.
2. The Director Options become exercisable on each of the first, second third and fourth anniversaries of 1/1/03.
3. Represents an option to purchase 9,842 shares held by Bandel L. Carano for the benefit of Oak Investment Partners X, Limited Partnership and an option to purchase 158 shares held by Bandel L. Carano for the benefit of Oak X Affiliates Fund, Limited Partnership.

Remarks:

Remarks Bandel L. Carano is a Director of Wireless Facilities, Inc. Mr. Carano is a Managing Member of Oak Associates VI, L.L.C., the General Partner of Oak Investment Partners VI, Limited Partnership and a

Managing Member of Oak VI Affiliates, L.L.C., the General Partner of Oak VI Affiliates Fund, Limited Partnership; a Managing Member of Oak Associates IX, L.L.C., the General Partner of Oak Investment Partners IX, Limited Partnership; a Managing Member of Oak IX Affiliates, L.L.C., the General Partner of Oak IX Affiliates Fund, Limited Partnership and Oak IX Affiliates Fund - A, Limited Partnership; a Managing Member of Oak Associates X, L.L.C., the General Partner of Oak Investment Partners X, Limited Partnership; and a Managing Member of Oak X Affiliates, L.L.C., the General Partner of Oak X Affiliates Fund, Limited Partnership. Each Reporting Person disclaims the existence of a "group" and disclaims beneficial ownership of any securities (except to the extent of such Reporting Person's pecuniary interest in such securities) other than any securities reported herein as being directly owned by such Reporting Person, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of any such securities for purposes of Section 16 or for any other purpose. This amended Form 4 is being filed solely to include Oak Investment Partners VI, Limited Partnership and Oak VI Affiliates Fund, Limited Partnership as Reporting Persons. The transactions reported in Table II were included in the original filing and are listed on this amended Form 4 because the electronic filing system requires an entry on Table I or Table II.

<u>Bandel L. Carano</u>	<u>11/05/2003</u>
<u>Bandel L. Carano, Managing Member of Oak Associates VI, L.L.C., the General Partner of Oak Investment Partners VI, Limited Partnership</u>	<u>11/05/2003</u>
<u>Bandel L. Carano, Managing Member of Oak VI Affiliates, L.L.C., the General Partner of Oak VI Affiliates Fund, Limited Partnership</u>	<u>11/05/2003</u>
<u>Bandel L. Carano, Managing Member of Oak Associates IX, L.L.C., the General Partner of Oak Investment Partners IX, Limited Partnership</u>	<u>11/05/2003</u>
<u>Bandel L. Carano, Managing Member of Oak IX Affiliates, L.L.C., the General Partner of Oak IX Affiliates Fund, Limited Partnership</u>	<u>11/05/2003</u>
<u>Bandel L. Carano, Managing Member of Oak IX Affiliates, L.L.C., the General Partner of Oak IX Affiliates Fund - A, Limited Partnership</u>	<u>11/05/2003</u>
<u>Bandel L. Carano, Managing Member of Oak Associates X, L.L.C., the General Partner of Oak Investment Partners X, Limited Partnership</u>	<u>11/05/2003</u>
<u>Bandel L. Carano, Managing Member of Oak X Affiliates, L.L.C., the General Partner of Oak X Affiliates Fund, Limited Partnership</u>	<u>11/05/2003</u>

** 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.