FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL		
ON	IB Number:	3235-0287
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hou	ırs per response:	0.5

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person WIRELESS FACILITIES INC [ WFII ] ANDERSON SCOTT I Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 10/03/2003 1100 CASSATT ROAD C/O TRITON PCS 6. Individual or Joint/Group Filing (Check Applicable Line) 4. If Amendment, Date of Original Filed (Month/Day/Year) (Street) Form filed by One Reporting Person 19312 **BERWYN** PA Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Execution Date, Transaction Securities Form: Direct of Indirect (Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Beneficially (D) or Indirect Beneficial Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Price Code Amount (Instr. 3 and 4) 10/03/2003 Common Stock 2,500 \$12.31 745,491 D S D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3A. Deemed 6. Date Exercisable and 3. Transaction 5. Number 7. Title and 8. Price of 9. Number of 10. 11. Nature Derivative Conversion Execution Date Transaction Expiration Date (Month/Day/Year) Ownership of Indirect (Month/Day/Year) Derivative Security (Instr. 3) Securities Securities or Exercise if anv Code (Instr. Security Form: Beneficial Price of Derivative (Month/Dav/Year) 8) Securities Underlying Derivative (Instr. 5) Beneficially Direct (D) Ownership Acquired Owned or Indirect (I) (Instr. 4) (Instr. 4) (A) or Disposed Security Security (Instr. 3 Following and 4) Reported of (D) Transaction(s) (Instr. 3, 4 (Instr. 4) and 5) Amount Number Expiration

**Explanation of Responses:** 

By: Vencent Donlan For: Scott

Shares

10/03/2003

Title

\*\* 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).

Code

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.

(D)

Exercisable

Date

(A)