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Needham Da	vid B										
Form 4											
May 21, 200											
FORM	4								PPROVAL		
	- UNITED	STATES SECU				NGE (COMMISSION	0	3235-0287		
Check thi	is box	VV 8	shington,	D.C. 20	549			Number:	January 31,		
if no long	rer						NEDSHID OF	Expires:	2005		
subject to)	STATEMENT OF CHANGES IN BENEFICIAL OWN					NEKSHIF OF	Estimated average			
Section 1 Form 4 or		SECURITIES						rs per			
Form 5		suant to Section	16(a) of th	e Securit	ies Fr	rchang	re Act of 1934	response	0.5		
obligation	ns Section 17(a) of the Public U					· · · · · · · · · · · · · · · · · · ·	n			
may cont	inue.	30(h) of the I	•	•	- ·						
<i>See</i> Instru 1(b).				F	<i>,</i>						
1(0).											
(Print or Type F	Responses)										
					-	ip of Reporting Person(s) to					
Needham Da	Symbol	Symbol				Issuer					
		NextW	ave Wirel	ess Inc. [WAV	/E]	(Chec	k all applicable	•)		
(Last)	(First) (N	Middle) 3. Date of	of Earliest Tr	ansaction			(Chee	x un applicable	·)		
(Month/Day/Year								10% Owner			
C/O NEXTWAVE WIRELESS 05/18/2007 					er (specify						
INC., 12670	HIGH BLUFF I	DRIVE					· · · · · · · · · · · · · · · · · · ·	vork Solutions	Group		
	(Street)	4. If Am	endment, Da	te Original			6. Individual or Jo	oint/Group Filir	1g(Check		
			Filed(Month/Day/Year)				Applicable Line)				
X Form filed by						One Reporting Person					
SAN DIEGO	O, CA 92130						Person	Iore than One Re	porting		
(City)	(State)	(Zip) Tak						a n at t i			
(25))		14	ole I - Non-L	Derivative S	Securi	ties Acc	uired, Disposed of	i, or Beneficial	ly Owned		
1.Title of	2. Transaction Date		3.				5. Amount of	6. Ownership			
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any	Code	on(A) or Di (D)	ispose	a or	Securities Beneficially	Form: Direct (D) or	Beneficial		
(insu: 5)		(Month/Day/Year)			4 and	5)	Owned	Indirect (I)	Ownership		
							Following	(Instr. 4)	(Instr. 4)		
					(A)		Reported Transaction(s)				
					or		(Instr. 3 and 4)				
Common			Code V	Amount	(D)	Price	,				
Common Stock	05/18/2007	05/18/2007	А	5,721	А	\$ 9.22	5,721	D			
Stock						9.22					

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

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 control number.

 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)		4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	Amo Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repo	rting O	wners									
Repo	rting Owner N	Name / Address	Director 10% Ov		Relationsh	iips		Othe	r		
	n David B KTWAVE W	VIRELESS INC									

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Needham David B C/O NEXTWAVE WIRELESS INC. 12670 HIGH BLUFF DRIVE SAN DIEGO, CA 92130

Pres.-Network Solutions Group

Signatures

Roseann Rustici	05/21/2007
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<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

* 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. 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.

9. Nt

Deriv

Secu

Bene Own Follo Repo Trans (Instr