

Mickel David Robin
Form 3
September 11, 2007

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

^ Mickel David Robin

(Last) (First) (Middle)

4810 EASTGATE MALL

(Street)

SAN DIEGO, ^ CA ^ 92121

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/02/2006

3. Issuer Name **and** Ticker or Trading Symbol
WIRELESS FACILITIES INC [WFII]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
President, Govt, Services Div.

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Exercisable Expiration
Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)
(Instr. 5)

6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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| | | | | | | | |
|---------------------------------------|---------------------------|------------|--------------|---------|---------|---|---|
| Employee Stock Options (right-to-buy) | 04/12/2006 ⁽¹⁾ | 04/12/2015 | Common Stock | 40,000 | \$ 6.19 | D | Â |
| Employee stock options (right-to-buy) | 09/29/2006 ⁽²⁾ | 09/29/2015 | Common Stock | 10,000 | \$ 5.95 | D | Â |
| Employee stock option (right-to-buy) | 12/20/2006 ⁽³⁾ | 12/20/2015 | Common Stock | 100,000 | \$ 5.43 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mickel David Robin 4810 EASTGATE MALL SAN DIEGO, CA 92121 | Â | Â | Â President, Govt, Services Div. | Â |

Signatures

D. Robin Mickel, by Matthew G. Colvin,
Attorney-in-Fact

09/11/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Employee stock option granted to the reporting person on April 12, 2005 under the issuers 1999 Equity Incentive Plan. The option vested as to 25% of the total grant amount on the one-year anniversary of grant and then as to 1/48th of the total amount each month until fully vested on April 12, 2009. The vesting of this grant was subsequently fully accelerated on December 29, 2006.

(2) Employee stock option granted to the reporting person on September 29, 2005 under the issuers 1999 Equity Incentive Plan. The option vested as to 25% of the total grant amount on the one-year anniversary of grant and then as to 1/48th of the total grant amount each month until fully vested on September 29, 2009. The vesting of this grant was subsequently fully accelerated on December 29, 2006.

(3) Employee stock option granted to the reporting person on December 20, 2005 under the issuers 1999 Equity Incentive Plan. The option vested as to 1/48th of the total grant amount each month until fully vested on September 29, 2009. The vesting of this grant was subsequently fully accelerated on December 29, 2006.

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

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