FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB APPROVAL

OMB Number: 3235-028

Estimated average burden hours 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 or Section 30(h) of the Investment Company Act of 1940

| Weinert George B | | | | | | NOVATEL WIRELESS INC [NVTL] S. Relationship of Reporting Person(s) to issue (Check all applicable) Director 10% Owner V. Officer (give title Other (specify | | | | | | | | | | | | | |
|---|---|------------|------------------|------------|--|--|---|------------|---|-----------------------------|---|--|---|----------------------|--|---|--|--|---|
| (Last) (First) (Middle) 9645 SCRANTON ROAD SUITE 205 | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/02/2007 X Officer (give title Other (specify below) Acting Chief Executive Officer | | | | | | | | | | | | | |
| (Street) SAN DII | EGO C | A | 92121 | | _ 4. l | f Ame | ndment, | Date (| of Original I | =iled | (Month/Da | ay/Year) | | 6. Ind Line) X | Form f | iled by One | e Rep | g (Check Ap orting Person One Repo | on |
| (City) | (S | | | | | | | | | | | | | | | | | | |
| | | Tab | le I - Non | | | _ | | | _ | Disp | 1 | | | | Owned | ł | | | |
| 1. Title of Security (Instr. 3) | | | | | 2. Transaction Date (Month/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code (Ir | Transaction Code (Instr. | | 4. Securities Acquired (AD Disposed Of (D) (Instr. 35) | | | Securition Benefici | 5. Amount of Securities Beneficially Owned Following Reported | | n: Direct r Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership |
| | | | | | | | | | Code | v | Amount | (A) o | r Pı | ice | Transac (Instr. 3 | tion(s) | | | (Instr. 4) |
| Common | Stock | | | 07/02 | 2/2007 | 7 | | | М | | 4,000 |) A | 1 | \$2.65 | 21 | ,893 | | D | |
| Common Stock | | | | 07/02/2007 | | | | | S ⁽¹⁾ | | 4,000 |) D | \$ | 25.85 | 17,893 | | D | | |
| Common Stock | | | | 07/02/2007 | | | | | М | | 1,500 |) A | | \$2.65 | 19,393 | | D | | |
| Common Stock | | | | 07/02/2007 | | | | | S ⁽¹⁾ | | 1,500 |) D | \$ | 25.85 | 17,893 | | D | | |
| Common Stock | | | | 07/02/2007 | | | | | M | | 100 | A | \$ | 11.04 | 17,993 | | D | | |
| Common Stock | | | | 07/02/2007 | | 7 | | | S ⁽¹⁾ | | 100 | D | \$ | 25.85 | 17,893 | | D | | |
| Common Stock | | | | 07/02/2007 | | 7 | | | M | | 3,000 |) A | \$ | 11.04 | 20,893 | | | D | |
| Common Stock | | | | 07/02/2007 | | 7 | | | S ⁽¹⁾ | | 3,000 |) D | \$ | 25.85 | 17 | 17,893 | | D | |
| Common Stock | | | | 07/02/2007 | | 7 | | | M | | 500 | A | \$ | | | 3,393 | | D | |
| Common Stock | | | | 07/02/2007 | | | <u> </u> | | S ⁽¹⁾ | | 500 | D | \$ | \$25.85 | | 17,893 | | D | |
| Common Stock | | | | 07/02/2007 | | | | | M | | 2,500 |) A | \$ | 16.27 | 20 | ,393 | | D | |
| Common Stock | | | | 07/02/2007 | | 7 | | | S ⁽¹⁾ | | 2,500 | _ | 1 | | + | | <u> </u> | D | |
| Common Stock | | | | 07/02/2007 | | - | | | M | | 3,500 | _ | | | - | ,393 | | D | |
| | | | | | 07/02/2007 | | | | S ⁽¹⁾ | | 3,500 | _ | _ | 25.85 | - | ,893 | | D | |
| Common Stock 07/02/ | | | | | | | | | S ⁽²⁾ | | 2,000 D \$ | | | \$25.85 15,893 D | | | | | |
| | | 1 | | | | | | | uired, Di , option: | | | | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | of 2. 3. Transaction SA. Deemee Execution I or Exercise (Month/Day/Year) if any | | Date, Transactio | | | n of E | | Expiration | . Date Exercisable and xpiration Date Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Securit (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) | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisable | | xpiration ate | Title | Amo or Nun of Sha | nber | | | | | |
| Non- Qualified Stock Option (right to buy) | \$2.65 | 07/02/2007 | | | | | 4,000 | | 12/26/2003 | 00 | 6/26/2013 | Common Stock | 4,0 | 000 | \$0 | 55,880 | 0 | D | |
| Non- Qualified Stock Option (right to | \$2.65 | 07/02/2007 | | | M ⁽¹⁾ | | 1,500 | | 12/26/2003 | 00 | 6/26/2013 | Common Stock | 1,5 | 500 | \$0 | 8,120 | | D | |

| 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. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exerc Expiration Da (Month/Day/N | ate | 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 | Amount or Number of Shares | | | | |
| Non- Qualified Stock Option (right to buy) | \$11.04 | 07/02/2007 | | M ⁽¹⁾ | | 100 | | 07/01/2005 | 03/07/2015 | Common Stock | 100 | \$0 | 6,274 | D | |
| Non- Qualified Stock Option (right to buy) | \$11.04 | 07/02/2007 | | M ⁽¹⁾ | | 3,000 | | 07/01/2005 | 03/07/2015 | Common Stock | 3,000 | \$0 | 87,526 | D | |
| Non- Qualified Stock Option (right to buy) | \$16.27 | 07/02/2007 | | M ⁽¹⁾ | | 500 | | 09/19/2004 | 04/29/2014 | Common Stock | 500 | \$0 | 5,512 | D | |
| Non- Qualified Stock Option (right to buy) | \$16.27 | 07/02/2007 | | M ⁽¹⁾ | | 2,500 | | 09/19/2004 | 04/29/2014 | Common Stock | 2,500 | \$0 | 38,488 | D | |
| Non- Qualified Stock Option (right to buy) | \$18.78 | 07/02/2007 | | M ⁽¹⁾ | | 3,500 | | 07/26/2005 | 07/26/2014 | Common Stock | 3,500 | \$0 | 43,000 | D | |

Explanation of Responses:

- 1. These options were exercised and the underlying shares were sold pursuant to a 10b5-1 Sales Plan.
- 2. These shares were sold pursuant to a 10b5-1 Sales Plan.

By: Patrick T. Waters for George B. Weinert

07/03/2007

** 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.

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