
 OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5
 obligations may continue. See Instruction 1(b).

(Print of Type Responses)

1. Name and Address of Reporting Person*

Major	John	
(Last)	(First)	(Middle)

9360 Towne Centre Drive, Suite 110		

(Street)		
San Diego	CA	92121
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Novatel Wireless, Inc. (NVTLD)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

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

July 2002

6. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chairman and Chief Executive Officer

7. Individual or Joint/Group Filing (Check Applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned
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1. Title of Security (Instr. 3)	2. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Transaction(s) (Instr. 3 & Instr.4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Ownership (Instr.4)
				(A) or (D)	Amount	Price			
Common Stock, par value \$0.001 per share	7/31/02	7/31/02	J(1)	29,581	A	\$0.1275 (1)	387,202	D	

FORM 4 (continued)

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 (Instr. 3)	3. Transaction Date (mm/dd/ yy)	3A. Deemed Execution Date if any (mm/dd/ yy)	4. Transaction Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Ownership of Beneficial Ownership (Instr. 4)
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Explanation of Responses:

(1) Mr. Major acquired the shares of common stock that are the subject of this filing on Form 4 (the "Shares") through participation in the Company's 2000 Employee Stock Purchase Plan (the "Plan") period of February 8-July 31, 2002. Fair market value of the Company's common stock on July 31, 2002 was \$0.15 per share and the 15% discount to the fair market value of the Shares which is a provision of the Plan (previously filed as an exhibit to the Company's registration statement on Form S-1 (Registration No. 333-42570)) allowed Mr. Major to purchase the Shares for \$0.1275 per share. August 9, 2002 submission filed as 56,697 shares should have been 387,202.

/s/ Patrick T. Waters, Attorney-in-Fact

November 4, 2002

**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.