

ARC WIRELESS SOLUTIONS INC
 Form 4
 October 01, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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).

STATEMENT OF CHANGES IN 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 *
WADE ROBERT E

2. Issuer Name and Ticker or Trading Symbol
ARC WIRELESS SOLUTIONS INC [ARCW]

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

(Last) (First) (Middle)
225 HARDWICK STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/01/2007

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

BELVIDERE, NJ 07823
 (City) (State) (Zip)

4. 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 Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 10/01/2007 | 10/01/2007 | A ⁽³⁾ | 581 A \$ 5.16 | 81,474 ⁽⁴⁾ | D | |
| Common Stock | | | | | 1,000 ⁽⁴⁾ | I | Owned by Spouse |

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

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SEC 1474 (9-02)

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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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Priority of Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Options: Right to Buy | \$ 5.47 | | | | | 05/09/2007 05/09/2009 | Common Stock | 2,500 <u>(1)</u> |
| Options: Right to Buy | \$ 6.5 <u>(4)</u> | | | | | 02/21/2006 02/21/2008 | Common Stock | 2,500 <u>(2)</u> <u>(4)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WADE ROBERT E 225 HARDWICK STREET BELVIDERE, NJ 07823 | X | | | |

Signatures

/s/ Robert Elmer Wade 10/01/2007

__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).

(1) In accordance with the 1997 Stock Option and Compensation Plan and the Issuer's policies concerning option grants to outside Directors, on May 9, 2007, Mr. Wade received a grant of options to purchase 2,500 shares with a two year term, 500 of which become exercisable for each meeting of the Board of Directors attended by Mr. Wade as an outside director.

(2) In accordance with the 1997 Stock Option and Compensation Plan and the Issuer's policies concerning option grants to outside Directors, on February 21, 2006, Mr. Wade received a grant of options to purchase 2,500 shares with a two year term, 500 of which become exercisable for each meeting of the Board of Directors attended by Mr. Wade as an outside director.

(3)

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Acquired pursuant to the Issuer's 2007 Stock Incentive Plan in lieu of Mr. Wade's outside Directors Meeting Fee of \$3,000 for the meetings of the Board of Directors for the quarter ended September 30, 2007. The amount of shares was determined according to the closing price of the Common Stock on September 28, 2007.

- (4) All amounts of securities beneficially owned, options and option exercise prices have been adjusted for the 1-for-50 reverse stock split effective February 12, 2007.

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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