ARC WIRELESS SOLUTIONS INC
Form 5/A
November 13, 2002

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                                             OMB APPROVAL
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                                   OMB Number:        3235-0362
                                   Expires:      January 31, 2005
                                   Estimated average burden
                                   hours per response.........1.0
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                  UNITED STATES SECURITIES AND EXCHANGE COMMISSION
                               Washington, DC 20549

                                     FORM 5

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

      |_|  Form 3 Holdings Reported

      |_|  Form 4 Transactions Reported
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1.   Name and Address of Reporting Person*

Balaban                       Sigmund            A.
--------------------------------------------------------------------------------
    (Last)                      (First)           (Middle)

10 Grecian Street
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                               (Street)

Parsippany                    New Jersey          07054
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    (City)                      (State)           (Zip)
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2.   Issuer Name and Ticker or Trading Symbol


ARC Wireless Solutions, Inc. (ARCS)
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3.   I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
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4.   Statement for Month/Year
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5.   If Amendment, Date of Original (Month/Year)

December 2001
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6.   Relationship of Reporting Person(s) to Issuer
     (Check all applicable)

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


     _____

7.   Individual or Joint/Group Filing
     (check applicable line)

     |X|  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) -----------	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ------------------------------ Amount	(A) or (D)	Price
Common Stock	1/8/01		A	431	A	$.58(1)
Common Stock	2/21/01		A	781	A	$.32(1)
Common Stock	5/01/01		A	694	A	$.36(1)
Common Stock	5/29/01		A	714	A	$.35(1)
Common Stock	7/26/01		A	178	A	$.28(1)
Common Stock	8/21/01		A	200	A	$.25(1)
Common Stock	12/4/01		A	294	A	$.17(1)

(1) Acquired pursuant to the Issuer's 1997 Stock Option And Compensation Plan
in lieu of Mr. Balaban's outside Director's Meeting Fee of $250 per the first
four meetings of the Board Of Directors he attended during 2001 and $50 per each
subsequent meeting attended during 2001. The amount of shares was determined
according to the closing price of the Common Stock on the applicable meeting
dates.

*   If the form is filed by more than one reporting person, see instruction
     4(b)(v).

FORM 5 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (mm/dd/yy)	3A. Deemed Execution Date if any (mm/dd/yy)	4. Transaction Code (Instr. 8)	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 Exercisable	Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Title	Amount or Number of Shares
Option: Right To Buy	$.15						09/8/99	9/8/04	Common Stock	250,000
Option: Right To Buy	$.28	7/26/01		A	25,000		7/26/01	7/26/03	Common Stock	25,000(

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Explanation of Responses:
(2) In accordance with the 1997 Stock Option And Compensation Plan, for Mr. Balaban's services a
received a grant of options to purchase 250,000 shares, with 50,000 options becoming exercisable
meetings he attended through May 24, 2000. Mr. Balaban previously exercised options to purchase 1
(3) In accordance with the 1997 Stock Option And Compensation Plan and the Issuer's revised poli
outside directors, on July 26, 2001, Mr. Balaban received a grant of options to purchase 25,000 s
5,000 of which became exercisable upon his attendance at the Board meeting held on that date and
exercisable for each Board meeting he subsequently attends.

/s/ Sigmund A. Balaban   11/13/2002
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      **Signature of Reporting Person   Date

**   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 provided is insufficient, see Instruction 6 for procedure.