

Pucillo Christopher  
 Form 3  
 August 20, 2012

**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 *			2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Solus Alternative Asset Management LP			(Month/Day/Year)	NextWave Wireless Inc. [WAVE]	
(Last)	(First)	(Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
410 PARK AVENUE,,Â 11TH FLR				(Check all applicable)	
(Street)				<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
NEW YORK, NY,Â NYÂ 10022				<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	<input type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)			<input checked="" type="checkbox"/> 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)
Common Stock, \$007 par value (the "Common Stock")	2,814,350	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**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)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Warrant to Purchase Common Stock (the "Warrants")	04/08/2009 <sup>(4)</sup>	04/05/2013	Common Stock	357,143	\$ 0.07	I	See Footnotes (1) (2) (3)
Third Lien Convertible Notes due 2013 (the "Notes")	10/09/2008 <sup>(5)</sup>	02/28/2013	Common Stock	1,637,884	\$ 77.35	I	See Footnotes (1) (2) (3)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Solus Alternative Asset Management LP 410 PARK AVENUE, 11TH FLR NEW YORK, NY, NY 10022	^	^ X	^	^
Pucillo Christopher C/O SOLUS ALTERNATIVE ASSET MANAGEMENT LP, 410 PARK AVENUE, 11TH FLR NEW YORK, NY 10022	^	^ X	^	^
Solus GP LLC C/O SOLUS ALTERNATIVE ASSET MANAGEMENT LP, 410 PARK AVENUE, 11TH FLR NEW YORK, NY 10022	^	^ X	^	^

## Signatures

/s/ Christopher Pucillo as Managing Member of Solus GP LLC, the General Partner of Solus Alternative Asset Management LP	08/20/2012
**Signature of Reporting Person	Date
/s/ Christopher Pucillo, as Managing Member of Solus GP LLC	08/20/2012
**Signature of Reporting Person	Date
/s/ Christopher Pucillo	08/20/2012
**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) The shares to which this Form 3 relates are held directly by Sola Ltd and Solus Core Opportunities Master Fund Ltd, each of which are Cayman Islands exempt companies (collectively, the "Funds"). This Form 3 shall not be construed as an admission that the Funds are the beneficial owners of any shares of common stock of Nextwave Wireless Inc. (the "Issuer"), and the Funds expressly disclaim any such beneficial ownership. Solus Alternative Asset Management LP, a Delaware limited partnership ("Solus"), is a registered investment adviser that serves as investment adviser to the Funds, and as such has discretion over the securities held by the Funds. Pursuant to Rule

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16a-1(a)(1), Solus is not deemed to beneficially own the securities held by the Funds but has elected to file this Form 3 nevertheless.

- (2) Solus GP LLC ("Solus GP") is the general partner of Solus. Solus GP does not beneficially own any such shares as the term "beneficial owner" is defined in Rule 16a-1(a)(2) but has elected to file this Form 3 nevertheless.

- Christopher Pucillo is the managing member of Solus GP. Mr. Pucillo disclaims beneficial ownership of the shares held directly by the
- (3) Fund pursuant to Rule 16a-1(a)(4), except to the extent of the indirect pecuniary interest, if any, in such shares as a result of his interest in affiliates of Solus or the Fund.

- (4) The Warrants contain an issuance limitation prohibiting the holder of such Warrants from exercising the Warrants until such time as the holder would not beneficially own after any such exercise more than 9.99% of the then issued and outstanding Common Stock.

- (5) The Notes contain an issuance limitation prohibiting the holder of such Notes from converting the Notes until such time as the holder would not beneficially own after any such conversion more than 9.99% of the then issued and outstanding Common Stock.

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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