

LEAP WIRELESS INTERNATIONAL INC  
 Form 4  
 November 18, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
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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 \*  
 IRVING ROBERT J JR

2. Issuer Name and Ticker or Trading Symbol  
 LEAP WIRELESS INTERNATIONAL INC [LEAP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/15/2013

\_\_\_\_ Director  
 Officer (give title below) Chief Legal & Admin Officer  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)

C/O LEAP WIRELESS INTERNATIONAL, INC., 5887 COPLEY DRIVE

(Street)

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

SAN DIEGO, CA 92111

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4) |        |   |          |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|----------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |        |   |          |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |        |   |          |
| Common Stock                    | 11/15/2013                           |  | M                              |   | 8,125   | A  | \$ 5.905  | 42,522 | D |          |
| Common Stock                    | 11/15/2013                           |  | S <sup>(1)</sup>               |   | 8,125   | D  | \$ 16.1471  | 34,397 | D |          |
| Common Stock                    |                                      |  |                                |   |   |  |   | 11,219 | I | by Trust |

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

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(9-02)

**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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy)  | \$ 5.905   | 11/15/2013                           |  | M                              | 8,125  | <sup>(3)</sup> 11/14/2022                                | Common Stock  | 8,125                      |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

IRVING ROBERT J JR  
C/O LEAP WIRELESS INTERNATIONAL, INC.  
5887 COPLEY DRIVE  
SAN DIEGO, CA 92111

Chief Legal & Admin Officer

## Signatures

By: Kristopher L. Hanson, Attorney-in-Fact For: Robert J. Irving, Jr.

11/18/2013

\_\_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) The sales were effected pursuant to a Rule 10b5-1 Sales Plan adopted by the reporting person on September 13, 2013, which plan is intended to comply with Rule 10b5-1.
- (2) The sale prices for this transaction ranged from \$16.08 to \$16.1850. The filer hereby agrees to provide, upon request, full information regarding the number of shares sold at each separate price.
- (3) The option vests in four equal installments on November 14, 2013, November 14, 2014, November 14, 2015 and November 14, 2016, respectively.

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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