UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
AMENDMENT NO. 2
TO
FORM 10-Q

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2002

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ___________ to __________

Commission File Number 0-27266

WESTELL TECHNOLOGIES, INC.
(Exact name of registrant as specified in its charter)

DELAWARE	36-3154957
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)
750 N. COMMONS DRIVE, AURORA, IL	60504
(Address of principal executive offices)	(Zip Code)

(630) 898-2500
Registrant's telephone number, including area code
NOT APPLICABLE
(Former name, former address and former fiscal year, if changed since last report)

Indicate by check or mark whether the registrant (1) has filed all reports required to be filed by Sections 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes X No .
--- ---

Indicate by check mark whether registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). Yes X No .
--- ---

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class A Common Stock, $0.01 Par Value - 45,907,065 shares at November 1, 2002
Class B Common Stock, $0.01 Par Value - 19,014,869 shares at November 1, 2002

This Amendment on Form 10-Q/A constitutes Amendment No. 2 to the Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2002 (the "Quarterly Report") of Westell Technologies, Inc. In connection with the filing of this Amendment and pursuant to Rule 12b-15, we are including certain currently dated certifications. This Amendment speaks as of the original filing date of the Quarterly Report and, except as indicated, has not been updated to reflect events occurring subsequent to the original filing date. For the convenience of the reader, we have restated the Form 10-Q in its entirety.

WESTELL TECHNOLOGIES, INC. AND SUBSIDIARIES
FORM 10-Q
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PART II OTHER INFORMATION

SAFE HARBOR STATEMENT

Certain statements contained in this Quarterly Report of Form 10-Q regarding matters that are not historical facts or that contain the words "believe", "expect", "continue," "intend", "anticipate" or derivatives thereof, are forward looking statements. Because such forward-looking statements include risks and uncertainties, actual results may differ materially from those expressed in or implied by such forward-looking statements. Factors that could cause actual results to differ materially include, but are not limited to, those discussed under "Risk Factors" set forth in Westell Technologies, Inc.'s Annual Report on Form 10-K for the fiscal year ended March 31, 2002. Our actual results may differ from these forward-looking statements. Westell Technologies, Inc. undertakes no obligation to publicly update these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

<TABLE>

WESTELL TECHNOLOGIES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS

<CAPTION>

ASSETS

	March 31, 2002	September 30, 2002
	---------------	---------------
		(unaudited)
	(in thousands)	
<S>	<C>	<C>
Current assets:		
Cash and cash equivalents..	$6,687	$8,358
Accounts receivable (net of allowance of $1,531 and $1,290, respectively)..	25,266	28,559
Inventories...	18,174	13,807

Prepaid expenses and other current assets	2,169	1,439
Deferred income tax asset	7,830	7,830
Land held for sale	2,052	-
Total current assets	62,178	59,993
Property and equipment:		
Machinery and equipment	45,148	44,193
Office, computer and research equipment	30,873	26,984
Leasehold improvements	7,634	7,711
	83,655	78,888
Less accumulated depreciation and amortization	54,029	54,679
Property and equipment, net	29,626	24,209
Goodwill	5,938	5,938
Intangibles, net	10,374	9,596
Deferred income tax asset and other assets	18,037	17,809
Total assets	$ 126,153	$117,545

LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities:		
Accounts payable	$15,702	$13,893
Accrued expenses	16,105	11,816
Notes payable	-	27,252
Accrued compensation	2,374	2,005
Current portion of long-term debt	11,186	11,137
Total current liabilities	45,367	66,103
Long-term debt	39,469	7,852
Other long-term liabilities	5,044	6,151
Total liabilities	89,880	80,106
Stockholders' equity:		
Class A common stock, par $0.01	459	459
Authorized - 109,000,000 shares		
Issued and outstanding - 45,907,065 shares at March 31, 2002 and September 30, 2002		
Class B common stock, par $0.01	190	190
Authorized - 25,000,000 shares		
Issued and outstanding - 19,014,869 shares at March 31, 2002 and September 30, 2002		
Preferred stock, par $0.01	--	--
Authorized - 1,000,000 shares		
Issued and outstanding - none		
Deferred compensation	46	46
Additional paid-in capital	364,566	364,566
Treasury stock at cost - 93,000 shares	(247)	(247)
Cumulative translation adjustment	(18)	(107)
Accumulated deficit	(328,723)	(327,468)
Total stockholders' equity	36,273	37,439
Total liabilities and stockholders' equity	$ 126,153	$ 117,545

The accompanying notes are an integral part of these Condensed Consolidated Financial Statements.

</TABLE>

<TABLE>

WESTELL TECHNOLOGIES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

<CAPTION>

Three Months Ended September 30,	Six Months Ended September 30,

	2001	2002	2001	2002
	(unaudited) (in thousands, except per share data)			
<S>	<C>	<C>	<C>	<C>
Equipment sales..............................	$ 46,319	$ 46,235	$ 96,527	$ 85,265
Services.....................................	13,102	9,936	26,193	20,711
Total revenues.............................	59,421	56,171	122,720	105,976
Cost of equipment sales......................	40,637	32,717	83,743	61,673
Cost of services.............................	8,579	6,984	16,454	13,822
Total cost of goods sold....................	49,216	39,701	100,197	75,495
Gross margin..............................	10,205	16,470	22,523	30,481
Operating expenses:				
Sales and marketing.........................	4,806	4,615	10,720	8,948
Research and development....................	5,935	4,178	13,925	7,624
General and administrative..................	6,207	4,126	11,887	8,777
Restructuring..............................	2,200	1,742	2,200	1,742
Goodwill and intangible amortization........	7,953	389	15,906	778
Total operating expenses.................	27,101	15,050	54,638	27,869
Operating income (loss)......................	(16,896)	1,420	(32,115)	2,612
Other (income) expense, net..................	16	(61)	273	(111)
Interest expense.............................	1,208	685	2,567	1,468
Income (loss) before tax benefit.............	(18,120)	796	(34,955)	1,255
Income taxes.................................	--	--	--	--
Net income (loss)............................	$ (18,120)	$ 796	$ (34,955)	$ 1,255
Net income (loss) per common share:...........				
Basic...........................	$ (0.28)	$ 0.01	$ (0.55)	$ 0.02
Diluted.........................	$ (0.28)	$ 0.01	$ (0.55)	$ 0.02
Weighted average number of common shares outstanding:...............................				
Basic...........................	64,846	64,921	63,743	64,921
Diluted.........................	64,846	64,967	63,743	64,969

The accompanying notes are an integral part of these Condensed Consolidated Financial Statements

</TABLE>

<TABLE>

WESTELL TECHNOLOGIES, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

<CAPTION>

	Six Months Ended September 30,	
	2001	2002
	(unaudited) (in thousands)	

<S>	<C>	<C>
Cash flows from operating activities:		
Net income (loss)..	$ (34,955)	$ 1,255
Reconciliation of net income (loss) to net cash provided by operating activities:		
Depreciation and amortization..................................	23,217	6,915
Deferred compensation..	24	--
Restructuring	(279)	105
Loss on sale of fixed assets....................................	244	111
Changes in assets and liabilities:		
Accounts receivable...	(1,243)	(3,383)
Inventory..	28,678	4,367
Prepaid expenses and deposits..................................	133	730
Other assets...	(255)	228
Accounts payable and accrued expenses...........................	(6,291)	(5,110)
Accrued compensation...	(1,564)	(369)
	----------------	----------------
Net cash provided by operating activities....................	7,709	4,849
	----------------	----------------
Cash flows from investing activities:		
Purchases of property and equipment.............................	(6,542)	(756)
Proceeds from sale of land, building and equipment..............	932	1,978
	----------------	----------------
Net cash provided by (used in) investing activities...........	(5,610)	1,222
	----------------	----------------
Cash flows from financing activities:		
Net borrowing (repayment) under revolving promissory notes.......	(7,954)	1,162
Borrowing of long-term debt and leases payable..................	1,499	--
	--	
Repayment of long-term debt and leases payable..................	(185)	(5,576)
Proceeds from the issuance of common stock......................	5,955	--
	----------------	----------------
Net cash used in financing activities........................	(685)	(4,414)
	----------------	----------------
Effect of exchange rate changes on cash...........................	32	14
Net increase in cash...	1,446	1,671
Cash and cash equivalents, beginning of period....................	405	6,687
	----------------	----------------
Cash and cash equivalents, end of period..........................	$ 1,851	$ 8,358
	=================	=================

The accompanying notes are an integral part of these Condensed Consolidated Financial Statements

</TABLE>

NOTE 1. BASIS OF PRESENTATION

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q and Rule 10-01 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. It is suggested that these condensed consolidated financial statements be read in conjunction with the consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended March 31, 2002.

In the opinion of management, the unaudited interim financial statements included herein reflect all adjustments, consisting of normal recurring adjustments, necessary to present fairly the Company's consolidated financial position and the results of operations and cash flows at September 30, 2002, and for all periods presented. The results of operations for the three or six month periods ended September 30, 2002 are not necessarily indicative of the results that may be expected for the fiscal year ending March 31, 2003 ("fiscal year 2003").

NOTE 2. COMPUTATION OF NET LOSS PER SHARE

The computation of basic earnings per share is computed using the weighted average number of common shares outstanding during the period. Diluted earnings per share includes the number of additional common shares that would have been outstanding if the dilutive potential common shares had been issued. The effect of this computation on the number of outstanding shares is antidilutive for the period ended September 30, 2001 and therefore the net loss per basic and diluted earnings per share are the same.

NOTE 3. RESTRUCTURING CHARGE

The Company recognized a restructuring charge of $2.9 million in the three months ended March 31, 2000. Approximately $2.4 million of the total restructuring cost has been capitalized as part of the purchase of Teltrend Inc. and primarily related to the termination of approximately 30 Teltrend Inc. employees. The remaining $0.5 million of the restructuring costs has been charged to operations and related to personnel, legal, and other related costs incurred in order to eliminate redundant employees due to the acquisition of Teltrend Inc. The goal of the restructuring plan was to combine and streamline the operations of the two companies and to achieve synergies related to the manufacture and distribution of common product lines. As of March 31, 2002, $2.0 million of these restructuring costs had been paid leaving a balance of approximately $0.9 million. As of September 30, 2002, $2.3 million of these restructuring costs have been paid.

The Company recognized a restructuring charge of $6.3 million in fiscal year 2002. The purpose of the fiscal 2002 restructuring plan was to decrease costs primarily by a workforce reduction of approximately 200 employees and to realign the Company's cost structure with the Company's anticipated business outlook. As of March 31, 2002, $3.0 million of the fiscal 2002 restructuring costs had been paid leaving a balance of approximately $3.3 million. During the six months ended September 30, 2002, the Company paid approximately $1.3 million of these accrued restructuring costs.

The Company recognized a restructuring charge of $1.7 million in September 2002. This charge included personnel and facility costs related primarily to the closing of a Conference Plus, Inc. facility. Approximately 25 employees were impacted by this closing. As of September 30, 2002, none of these costs have been paid.

The Company's restructuring balances and their utilization are presented in the following table:

<TABLE>
<CAPTION>

(IN THOUSANDS)	Balance March 31, 2002	Charged through September 30, 2002	Utilized through September 30, 2002	Balance September 30, 2002
<S>	<C>	<C>	<C>	<C>
Employee costs......................	$ 2,039	$ 351	$ 1,298	$ 1,092
Legal, facility & other costs........	2,174	1,391	339	3,226
Total...............................	$ 4,213	$ 1,742	$ 1,637	$ 4,318

</TABLE>

NOTE 4. INTERIM SEGMENT INFORMATION

Westell's reportable segments are strategic business units that offer different products and services. They are managed separately because each business requires different technology and market strategy. They consist of:

1) A telecommunications equipment manufacturer of local loop access products, and

2) A multi-point telecommunications service bureau specializing in audio teleconferencing, multi-point video conferencing, broadcast fax and multimedia teleconference services.

Performance of these segments is evaluated utilizing, revenue, operating income and total asset measurements. The accounting policies of the segments are the same as those for Westell Technologies, Inc. Segment information for the three and six-month periods ended September 30, 2001 and 2002, are as follows:

<TABLE>
<CAPTION>

(In thousands)	Telecom Equipment	Telecom Services	Total
Three months ended September 30, 2001			
Revenues	$46,319	$ 13,102	$ 59,421
Operating income (loss)	(18,541)	1,645	(16,896)
Depreciation and amortization	10,571	1,130	11,701
Total assets	248,767	22,626	271,393
Three months ended September 30, 2002			
Revenues	$46,235	$ 9,936	$ 56,171
Operating income (loss)	2,516	(1,096)	1,420
Depreciation and amortization	2,181	1,140	3,321
Total assets	100,131	17,414	117,545
Six months ended September 30, 2001			
Revenues	$96,527	$26,193	$ 122,720
Operating income (loss)	(36,410)	4,295	(32,115)
Depreciation and amortization	21,122	2,095	23,217
Total assets	248,767	22,626	271,393
Six months ended September 30, 2002			
Revenues	$85,265	$20,711	$105,976
Operating income	2,345	267	2,612
Depreciation and amortization	4,638	2,277	6,915
Total assets	100,131	17,414	117,545

</TABLE>

Reconciliation of Operating income (loss) from continuing operations for the reportable segments to Income (loss) from continuing operations before income taxes:

<TABLE>
<CAPTION>

(In thousands)	Three months ended September 30, 2001	Three months ended September 30, 2002	Six months ended September 30, 2001	Six months ended September 30, 2002
Operating income (loss)	$ (16,896)	$ 1,420	$ (32,115)	$ 2,612
Other (income) expense, net	16	(61)	273	(111)
Interest expense	1,208	685	2,567	1,468
Income (loss) before taxes	$ (18,120)	$ 796	$ (34,955)	$ 1,255

</TABLE>

NOTE 5. ADOPTION OF NEW ACCOUNTING POLICIES

On April 1, 2002, the Company adopted the Financial Accounting Standards Board Statements of Financial Accounting Standards (FASB) No. 141, Business Combinations, and No. 142, Goodwill and Other Intangible Assets. Under the new rules, goodwill and other indefinite-lived intangibles are no longer amortized but subject to annual impairment tests. Other intangible assets will continue to be amortized over their useful lives. Goodwill amortization expense in fiscal years 2000, 2001 and 2002 was $1.3 million, $31.8 million and $25.5

million, respectively. Upon adoption of this standard, the Company was required to perform an impairment test of goodwill. This test showed no impairment of goodwill. The adoption of the provisions for amortization of intangible assets did not impact the Company's amortization of these assets. The following table discloses pro forma results for net income and earnings per share as if the non-amortization of goodwill provisions of FASB Statement No. 142 were adopted at the beginning of fiscal year 2002.

<TABLE>
<CAPTION>

	Three months ended September 30,		Six months ended September 30,	
(in thousands, except per share amounts)	2001	2002	2001	2002
<S>	<C>	<C>	<C>	<C>
Reported Net income (loss)....................	$(18,120)	$ 796	$(34,955)	$1,255
Add back: Goodwill amortization...............	3,915		7,829	
Adjusted Net income (loss)....................	$(14,205)	$ 796	$(27,126)	$1,255
Reported basic and diluted earnings per share.	$ (0.28)	$0.01	$ (0.55)	$0.02
Add back: Goodwill amortization per share.....	.06		0.12	
Adjusted basic and diluted earnings per share.	$ (0.22)	$0.01	$ (0.43)	$0.02

</TABLE>

As of September 30, 2002, the Company had finite lived intangible assets with an original carrying value of $32.9 million, accumulated amortization of $19.9 million and impairment expense of $3.4 million. These assets consist of product technology acquired from Teltrend Inc. on March 17, 2000. At September 30, 2002, the net carrying value of these assets was $9.5 million. These intangibles are being amortized over a period of 5 to 7 years. Intangible amortization included in expense for the three and six months ended September 30, 2002 was $0.4 million and $0.8 million respectively. The remaining amortization expense for fiscal 2003 is $0.8 million. The estimated amortization expense for the next four years is $1.6 million per year.

NOTE 6. COMPREHENSIVE INCOME:

The disclosure of comprehensive income (loss), which encompasses net income (loss) and foreign currency translation adjustments, is as follows:

<TABLE>
<CAPTION>

	Three months ended September 30,		Six months ended September 30,	
(in thousands)	2001	2002	2001	2002
<S>	<C>	<C>	<C>	<C>
Net income (loss)............................	$(18,120)	$796	$(34,955)	$1,255
Other comprehensive Income (loss)				
Foreign currency translation adjustment..	(38)	6	5	(89)
Comprehensive income (loss).................	$(18,158)	$802	$(34,950)	$1,166

</TABLE>

NOTE 7. INVENTORIES

The components of inventories are as follows:

<TABLE>
<CAPTION>

	March 31,	September 30,
(in thousands)	2002	2002

<S>	<C>	<C>
Raw material	$ 22,721	$ 13,866
Work in process..............................	39	52
Finished goods...............................	14,889	9,312
Reserve for excess and obsolete inventory and net realizable value.............................	(19,475)	(9,423)
	$ 18,174	$ 13,807

</TABLE>

NOTE 8. NEW ACCOUNTING PRONOUNCEMENTS

In June 2002, the Financial Accounting Standards Board (FASB) issued Statement of Financial Accounting Standards (SFAS) No. 146, Accounting for Costs Associated with Exit or Disposal Activities, effective for exit or disposal activities initiated after December 31, 2002. The Company's current restructuring plan, initiated in September of 2002, was not accounted for under SFAS 146. The Company accrued a pre-tax charge of $1.7 million when Company management approved the current restructuring plan. If the Company had accounted for this restructuring plan under SFAS 146, $1.3 million of the $1.7 million charge would have been recognized as incurred and not accrued in the second quarter of fiscal 2003.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

OVERVIEW

Through its four broadband access product lines in its equipment manufacturer segment, the Company offers a broad range of products that facilitate the broadband transmission of high-speed digital and analog data between a telephone company's central office and end-user customers. These four product lines include:

o Customer Networking Equipment(CNE): Westell Customer Networking Equipment products and solutions enable residential, small business and Small Office Home Office (SOHO) users to network multiple computers, telephones and other devices to access the Internet through the power of broadband xDSL solutions.
o Carrier Transport & Multiplexer(CTM): Westell's Carrier Transport and Multiplexer products enable our customers to deliver and manage a range of broadband services from the telephone company central office with interfaces with other carriers such as wireless as well as enterprise customers.
o Carrier Service Access(CSA): Westell Carrier Service Access products enable telephone company transmission, maintenance, and troubleshooting of multiple broadband solutions (telephone company services such as, Network Interface Units , DS1, DS3, HDSL2, HDSL4 , DDS and ISDN) from the customer access point to the serving telephone company central office.
o OSP, Enclosures & Accessories(OSP): Westell Outside Plant products and solutions focus on facilities equipment linking the telephone company's central office to the communications subscriber through various transmission technologies, such as analog, digital data, traditional repeatered T1, HDSL, HDSL2, and HDSL4.

The Company tracks revenue from these four product lines by two main groups: Broadband Products and Telephone Company Access Products ("TAP"). Broadband products include CNE and CTM product lines and TAP products include CSA and OSP product lines.

The Company's services segment provides teleconferencing, multipoint video conferencing, broadcast fax, and multimedia teleconferencing services to various customers through its subsidiary called Conference Plus Inc.

Below is a table that compares equipment and service revenues for the three and six month periods ended September 30, 2001 with the three and six month periods ended September 30, 2002 by product group. See Note 4 Interim Segment Information under Notes to Condensed Consolidated Financial Statements for presentation of operating income (loss).

<TABLE>
<CAPTION>

(in thousands)	Three months ended September 30, 2001	%	2002	%	Six months ended September 30, 2001	%	2002	%
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
TAP....................	$ 23,268	39.2%	$ 16,158	28.8%	$50,172	40.9%	$31,817	30.0%
Broadband.............	23,051	38.8%	30,077	53.5%	46,355	37.8%	53,448	50.5%
Total equipment........	46,319	78.0%	46,235	82.3%	96,527	78.7%	85,265	80.5%
Services...............	13,102	22.0%	9,936	17.7%	26,193	21.3%	20,711	19.5%
Total revenues.........	$ 59,421		$ 56,171		$122,720		$105,976	

</TABLE>

The prices for the products within each market group vary based upon volume, customer specifications and other criteria and are subject to change due to competition among telecommunications manufacturers and service providers. Increasing competition, in terms of the number of entrants and their size, and increasing size of the Company's customers because of mergers, continues to exert downward pressure on prices for the Company's products. The Company has also elected to eliminate some products and exit some markets based on an analysis of current and future prospects.

The Company expects to continue to evaluate new product opportunities and engage in extensive research and development activities. This will require the Company to continue to invest in research and development and sales and marketing, which could adversely affect short-term results of operations. In view of the Company's reliance on the DSL market for revenues and the unpredictability of orders and pricing pressures, the Company believes that period to period comparisons of its financial results are not necessarily meaningful and should not be relied upon as an indication of future performance. In addition, revenues from TAP products such as NIUs have declined in recent years as telephone companies continue to move to networks that deliver higher speed digital transmission services. Failure to increase revenues from new products, whether due to lack of market acceptance, competition, technological change or otherwise, would have a material adverse effect on the Company's business and results of operations.

As a result of the recession, the Company has experienced competitive pricing pressures and less than anticipated sales in both of its business segments. Telephone companies have reduced spending on low speed TAP transmission products although the Company believes that spending on Customer Network Equipment is not currently impacted by the economic downturn. A reorganization of the Company occurred in the second quarter of fiscal year 2002. Certain products, projects and a customer relationship were discontinued. The Company had excess inventory and less than anticipated customer sales during that period. The decline in product prices in fiscal year 2002 due to the recession in the telecommunications industry resulted in portions of the Company's inventory to be stated above the estimated selling prices less cost to sell. Accordingly, the Company recognized an inventory adjustment to net realizable value, charges for excess and obsolete inventory, and the write off of fixed assets of $14.5 million in fiscal year 2002. The Company incurred a reorganization charge of $6.3 million in fiscal 2002 in its efforts to realign the Company's operating expenses with its revenues. To offset the effects of the recession in the telecommunications industry and the discontinued customer relationship, in the first six months of fiscal year 2003, the Company has maintained a lower level of inventory, adjusted its forecasting process to account for the impact of the recession and continued to reduce costs. If the Company has not adjusted its operations to adequately take into account the impact of the continued recession or if the recession worsens, then the Company could experience less than anticipated unit sales and increased inventory balances, which would adversely affect the Company's business. In addition, in the first six months of fiscal 2003, the Company's operating results were negatively impacted by the loss of a significant customer in the Company's services segment. Additional customer losses or the inability to add new customers could negatively impact the Company's financial condition.

RESULTS OF OPERATIONS. PERIOD ENDED SEPTEMBER 30, 2002 COMPARED TO PERIODS ENDED SEPTEMBER 30, 2001

Revenues. The Company's revenues decreased 5.5% from $59.4 million in the three months ended September 30, 2001 to $56.2 million in the three months ended September 30, 2002. This revenue decrease was due to decreased equipment revenue from the Company's TAP products of $7.1 million and a decrease in teleconference service revenue of $3.1 million when compared with the same period of the prior year. Equipment revenue from the Company's Broadband products increased by $7.0 million when compared with the same three-month period of the prior year. The decrease in revenues from TAP products was due primarily to lower unit volume. The decrease in service revenue is attributable to a reduction in call minutes at the Company's subsidiary Conference Plus, Inc. The increase in revenue from Broadband products is due to higher unit volume.

The Company's revenues decreased 13.6% from $122.7 million in the six months ended September 30, 2001 to $106.0 million in the six months ended September 30, 2002. This revenue decrease was primarily due to decreased equipment revenue from the Company's TAP products of $18.3 million when compared with the same period of the prior year. Equipment revenue from the Company's Broadband products increased by $7.1 million when compared with the same six-month period of the prior year. The decrease in revenue from TAP products was due to overall unit volume decreases. The increase in revenue from Broadband products is due to earning a one-time product royalty of $1.7 million as well as to higher unit volume. Service revenue decreased in the six month period by $5.5 million when compared with the same period of the prior year due to a reduction in call minutes at the Company's Conference Plus, Inc. subsidiary.

Gross Margin. Gross margin as a percentage of revenue increased from 17.2% in the three months ended September 30, 2001 to 29.3% in the three months ended September 30, 2002 and increased from 18.4% in the six months ended September 30, 2001 to 28.8% in the six months ended September 30, 2002. The increased margins in the three and six month periods ended September 30, 2002 were primarily due to reduced material, labor and handling costs, particularly in our broadband product lines, a reversal of $2.0 million excess and obsolete inventory reserve, and the recording of a $1.7 million product royalty. For the three and six month periods ended September 30, 2001, gross margins were adversely impacted by the Company's recognition of inventory charges for excess and obsolete inventory of $4.3 million related to an acceleration of the technological obsolescence of certain of the Company's products due to competitive actions. The increase in gross margins for the three and six month periods ended September 30, 2002 was offset in part by decreased margin dollars of $1.6 million and $2.9 million generated by the Company's Conference Plus, Inc. subsidiary for the three and six months periods ended September 30, 2002, respectively. Excluding the one-time royalty and the reversal of excess and obsolete inventory reserves, gross margin as a percentage of revenue would have been 25.8% and 25.3% in the three and six months ended September 30, 2002. The Company believes that continued pricing pressures and the continued recession in the telecommunications industry affecting its equipment segment will adversely impact margins in the future. The Company expects that these anticipated price reductions will be offset in part with continued cost reductions and efficiencies.

Sales and Marketing. Sales and marketing expenses decreased 4.0%, or $191,000, to $4.6 million in the three months ended September 30, 2002 and decreased 16.5%, or $1.8 million, to $8.9 million in the six months ended September 30, 2002 when compared to the same period last year. Sales and marketing expenses increased as a percentage of revenues from 8.1% in the three months ended September 30, 2001 to 8.2% in the three months ended September 30, 2002. Sales and marketing expenses decreased as a percentage of revenues from 8.7% in the six months ended September 30, 2001 to 8.4% in the six months ended September 30, 2002. The decrease in sales and marketing expenses was primarily due to the fiscal 2002 reorganizations, which reduced employee related expenses and outside consulting expenses, and other cost-cutting measures that were taken due to the recession in the telecommunications industry. The Company believes that sales and marketing expense in the future will continue to be a significant percent of revenue and will be required to expand its product lines, bring new products to market and service customers.

Research and Development. Research and development expenses decreased 29.6%, or $1.8 million, to $4.2 million in the three months ended September 30, 2002 and decreased 45.2%, or $6.3 million, to $7.6 million in the six months ended September 30, 2002 when compared to the same period last year. Research and development expenses decreased as a percentage of revenues from 10.0% in the three months ended September 30, 2001 to 7.4% in the three months ended September 30, 2002. Research and development expenses also decreased as a percentage of revenues from 11.3% in the six months ended September 30, 2001 to 7.2% in the six months ended September 30, 2002. The decrease in research and development expense is primarily a result of the fiscal 2002 reorganizations, which reduced employee related expenses and outside consulting expenses, and other cost-cutting measures that were taken due to the recession in the telecommunications industry. To a lesser extent, research and development expenses decreased because the Company earned $250,000 in the three months ended June 30, 2002 from a customer to fund engineering projects which were offset against research and development expenses. The Company believes that research and development expenses in the future will continue to be a significant percent of revenue and will be required for the Company to remain competitive.

General and Administrative. General and administrative expenses decreased 33.5%, from $6.2 million in the three months ended September 30, 2001 to $4.1 million in the three months ended September 30, 2002. General and administrative expenses decreased 26.2%, from $11.9 million in the six months ended September 30, 2001 to $8.8 million in the six months ended September 30, 2002. General and administrative expenses decreased as a percentage of revenues from 10.4% in the three months ended September 30, 2001 to 7.3% in the three months ended September 30, 2002. General and administrative expenses also decreased as a percentage of revenues from 9.7% in the six months ended September 30, 2001 to 8.3% in the six months ended September 30, 2002. The decrease in general and administrative expenses was primarily due to the fiscal 2002 reorganizations, which were a result of the recession in the telecommunications industry. The Company does not expect that the decrease in general and administrative expenses will have material adverse effect on the Company's operations.

Goodwill and intangible amortization. Goodwill and intangible amortization expense decreased due to adoption of the Statements of Financial Accounting Standards (SFAS) 142 issued by the Financial Accounting Standards Board (FASB). Under the new rules, goodwill and other indefinite lived intangibles are no longer amortized but are subject to annual impairment tests. The Company performed the first impairment test as of April 1, 2002 and no write down was required. The amortization of other identifiable intangible assets was approximately $389,000 and $778,000 in the three and six month periods ended September 30, 2002.

Other (income) expense, net. Other (income) expense, net changed from a loss of $16,000 in the three months ended September 30, 2001 to income of $61,000 in the three months ended September 30, 2002 and changed from a loss of $273,000 in the six months ended September 30, 2001 to income of $111,000 in the six months ended September 30, 2002. Other (income) expense is primarily comprised of interest income earned on temporary cash investments and the elimination of minority interest and unrealized gains or losses on intercompany balances denominated in foreign currency. The expense for the fiscal 2001 periods was primarily due to the recognition of foreign currency losses on intercompany balances.

Interest expense. Interest expense decreased from $1.2 million in the three months ended September 30, 2001 to $685,000 in the three months ended September 30, 2002 and decreased from $2.6 million in the six months ended September 30, 2001 to $1.5 million in the six months ended September 30, 2002. Interest expense during the current period is a result of interest incurred on net obligations outstanding during the period under promissory notes, capital leases, and vendor debt. The reduction in interest expense for the three and six month periods were due to lower debt and lower interest rates on debt.

Income taxes. There was no benefit or expense for income taxes recorded for either the three or the six month periods ended September 30, 2001 and 2002. The Company reversed valuation reserves for the entire expense generated during the three and six month periods ended September 30, 2002 of $0.5 million and $0.8 million, respectively. The Company will evaluate on a quarterly basis its ability to utilize deferred tax assets.

LIQUIDITY AND CAPITAL RESOURCES

At September 30, 2002, the Company had $8.4 million in cash and cash equivalents consisting primarily of federal government agency instruments and the highest rated grade corporate commercial paper. As of September 30, 2002, the Company had $5.0 million outstanding under its term loan and $22.3 million outstanding and $6.3 million available under its secured revolving credit facility. These amounts are shown as notes payable on the balance sheet.

The Company's revolving credit facility, as amended on June 28, 2002, provides for a $5 million non-amortizing term loan and a $30 million asset based revolving credit facility, both due June 30, 2003. If the amendment had not been effected, the Company would not have been in compliance with the EBITDA covenant of the credit facility on June 29, 2002. The amended asset based revolving credit facility provides for total borrowing based upon 85% of eligible accounts receivable and 30% of eligible inventory not to exceed $7.3 million as of September 30, 2002. The $7.3 million inventory limitation is reduced by $0.1 million on the first day of each month. Borrowings under this facility provide for the interest to be paid by the Company at the prime rate plus 1%. The term loan is secured by, among other things, a security interest in certain collateral granted by certain stockholders consisting of trusts of Robert C. Penny III and other family members. Trusts of Robert C. Penny III and other Penny family members are participants to the amended revolving credit facility. The Company paid a $350,000 restructuring fee to the lenders in connection with the amendments to the credit facility. The amended credit facility requires the revolving loan to be paid in full before any payments are applied to the term loan. This credit facility contains covenants regarding EBITDA, tangible net worth and maximum capital expenditures. The Company was in compliance with the covenants contained in the credit facility at September 30, 2002. Management expects to be in compliance with the covenants for the term of the credit facility.

On May 30, 2002, the Company signed two subordinated promissory notes with Solectron Technology SDN BHD. One note in the amount of $5.0 million is for the payment of inventory held by Solectron that the Company is committed to buy. The second note in the amount of $16.6 million is for the payment of accounts payable and accrued interest. Both notes require a weekly principal and monthly interest payment and are payable over 2.3 years. A third subordinated secured promissory note in the amount of $1.3 million made by the Company and payable to Solectron Technology SDN BHD was entered into on June 3, 2002 and is payable monthly over one year. This note was part of the settlement of litigation with Celsian Technologies, Inc. All three notes bear interest at the prime rate plus 2.5%. As of September 30, 2002, $17.7 million was outstanding under these notes.

At September 30, 2002 the Company had various operating leases for facilities and equipment. The total minimum future rental payments are $5.3 million, $4.3 million, $3.5 million, $3.5 million, $3.4 million and $26.0 million for fiscal years 2003, 2004, 2005, 2006, 2007 and thereafter, respectively.

The Company's operating activities provided cash of $4.8 million in the six months ended September 30, 2002. This resulted primarily from net income of $1.2 million, non cash depreciation and amortization of $6.9 million, and reductions in inventory of $4.3 million at the Company's telecom equipment segment offset in part by decreases in accounts payable and accrued expenses of $5.1 million and increases in account receivable of $3.4 million. The Company's operating activities provided for cash of $7.7 million for the six month period ended September 30, 2001. This resulted primarily from cash sources created from the reduction of inventory in the amount of $28.7 million at the Company's telecom equipment segment offset in part by uses of cash resulting from net losses net of depreciation and amortization of $11.7 million, reduction in accounts payable and accrued expenses of $7.9 million and increases in accounts receivable of $1.2 million. The inventory reductions were achieved for the periods ended September 30, 2002 and 2001 by selling products throughout the year that were in inventory at March 31, 2002 and March 31, 2001, respectively, in the Company's telecom equipment segment. The Company believes that its current inventory level is necessary to satisfy ongoing business operations.

Capital expenditures for the six month period ended September 30, 2002 were approximately $0.8 million compared with $6.5 million for the six months ended September 30, 2001. The reduction in capital expenditures is due primarily to the Company's decreased need to spend on bridge equipment used to run conference calls in the telecom services segment in the amount of $5.1 million. The Company expects to spend approximately $3.5 million for capital expenditures for the remainder of fiscal year 2003 related primarily for machinery, computer and research equipment purchases.

At September 30, 2002, the Company's principle sources of liquidity were $8.4 million of cash and the secured revolving credit facility under which the Company was eligible to borrow up to an additional $6.3 million based upon receivables and inventory levels. Cash in excess of operating requirements, if any, will be used to pay down debt or invested on a short-term basis in federal government agency instruments and the highest rated grade commercial paper. The Company believes that future cash requirements will be satisfied by cash generated from operations and its current credit facility for the next twelve months.

The Company had a deferred tax asset of approximately $92.4 million at September 30, 2002. The Company has recorded a valuation allowance reserve of $67.0 million to reduce the recorded deferred tax asset to $25.4 million. The net operating loss carryforward begins to expire in 2012. Realization of deferred tax assets associated with the Company's future deductible temporary differences, net operating loss carryforwards and tax credit carryforwards is dependent upon generating sufficient taxable income prior to their expiration. Although realization of the deferred tax asset is not assured as the Company has incurred operating losses for the 2000, 2001 and 2002 fiscal years, management believes that it is more likely than not that it will generate taxable income sufficient to realize a portion of the tax benefit. Portions of these deferred tax assets are expected to be utilized, prior to their expiration, through a tax planning strategy available to the Company. The tax planning strategy that the Company is relying upon involves the potential sale of the Company's 91% owned Conference Plus Inc. subsidiary. The estimated gain generated by the sales of this business would generate sufficient taxable income to offset the recorded deferred tax assets. The Company obtains an annual independent appraisal of the value of the business in the fourth quarter of each fiscal year. This appraisal, which is based on discounted future cash flows, is used in the Company's evaluation of the recorded net deferred tax assets. If the appraised value of Conference Plus, Inc. is not sufficient to generate taxable income to recover the deferred tax benefit recorded, an increase in the valuation allowance will be required through a charge to the income tax provision. However, if the Company achieves sufficient profitability or has available additional tax planning strategies to utilize a greater portion of the deferred tax asset, an income tax benefit would be recorded to decrease the valuation allowance.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISKS.

Westell is subject to certain market risks, including foreign currency and interest rates. The Company has foreign subsidiaries in the United Kingdom and Ireland that develop and sell products and services in those respective countries. The Company is exposed to potential gains and losses from foreign currency fluctuations affecting net investments and earnings denominated in foreign currencies. The Company's future primary exposure is to changes in exchange rates for the U.S. dollar versus the British pound and the Irish pound.

As of September 30, 2002, the net balance in the cumulative foreign currency translation adjustment account, which is a component of stockholders' equity, was an unrealized loss of $107,000.

The Company does not have significant exposure to interest rate risk related to its debt obligations, which are primarily U.S. Dollar denominated. The Company's market risk is the potential loss arising from adverse changes in interest rates. As further described in Note 1 of the Company's 10-K for the period ended March 31, 2002, the Company's debt consists primarily of a floating-rate bank line-of credit. Market risk is estimated as the potential decrease in pretax earnings resulting from a hypothetical increase in interest rates of 10% (i.e. from approximately 6.50% to approximately 7.15%) of the average interest rate on the Company's debt. If such an increase occurred, the Company would incur approximately $195,000 per annum in additional interest expense based on the average debt borrowed during the twelve months ended September 30, 2002. The Company does not feel such additional expense is significant.

The Company does not currently use any derivative financial instruments relating to the risk associated with changes in interest rates.

ITEM 4. CONTROLS AND PROCEDURES.

Our Chief Executive Officer and Chief Financial Officer have concluded, based on their evaluation within 90 days of the filing date of this report, that our disclosure controls and procedures are effective to ensure that information required to be disclosed in the reports that we file or submit under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported, within the time periods specified in the Securities and Exchange Commission's rules and forms.

There have been no significant changes in our internal controls or in other factors that could significantly affect these controls subsequent to the date of the previously mentioned evaluation.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Westell Technologies, Inc. and certain of its officers and directors have been named in In re Westell Technologies, Inc. Securities Litigation, No 00 C 6735 (cons. complaint filed February 1, 2001), filed in the United States District Court for the Northern District of Illinois. This case is a consolidation of eleven cases filed against Westell and certain of its officers and directors in the United States District Court of the Northern District of Illinois in 2000. The case alleges generally that the defendants violated the antifraud provisions of the federal securities laws by allegedly issuing material false and misleading statements and/or allegedly omitting material facts necessary to make the statements made not misleading, thereby allegedly inflating the price of Westell stock for certain time periods. The case claims that, in 2001, certain officers of Westell allegedly reassured analysts that Westell's sales were on track to meet forecasts for the second quarter of fiscal 2001, when they knew that Westell was experiencing a substantial shortfall in second quarter modem sales due to decreased orders from a major customer, SBC Communications, Inc. The case seeks damages allegedly sustained by plaintiffs and the class by reason of the acts and transactions alleged in the complaints as well as interest on any damage award, reasonable attorneys' fees, expert fees, and other costs. The parties are engaged in discovery and settlement negotiations. The case is set for trial on November 3, 2003.

Certain of Westell's officers and directors have been named in a derivative action titled Dollens and Vukovich v. Zionts, et al., No. 01C2826, filed December 4, 2001 in the United States District Court for the Northern District of Illinois. The case alleges generally that the defendants issued material false and misleading statements and/or allegedly omitted material facts necessary to make the statements made not misleading thereby inflating the price of Westell stock for certain time periods, engaged in insider trading, and misappropriated corporate information. The allegations in support of the claims are identical to the allegations in the Federal case described above. The case seeks damages allegedly sustained by Westell by reason of the acts and transactions alleged in the complaint, a constructive trust for the amount of profits the individual defendants made on insider sales, reasonable attorneys' fees, expert fees and other costs. The case is a consolidation of four cases filed against Westell and certain of its officers and directors in 2000 and 2001. The parties are engaged in discovery and settlement negotiations. The case is set for trial on November 3, 2003.

The Company was named in a declaratory judgment action in the Circuit Court of DuPage County, Wheaton, Illinois entitled WTI (IL) QRS 12-36, Inc. ("Landlord") v. Westell, Inc. and Westell Technologies, Inc. Landlord is the lessor of the Company's leased facilities in Aurora, Illinois. The covenants under the lease agreement incorporate the covenants under the Company's credit facility. Any amendments to the credit facility are deemed accepted by Landlord as long as Landlord receives a corresponding fee based upon any amendment consideration paid to the lenders by the Company. Landlord claims that it is entitled to additional consideration in connection with the June 29, 2001 amendment of Westell's credit agreement due to the Penny family trusts' guarantee entered into on that date. Further, the Landlord claims that it is therefore not bound by the amendments on that date, and that the Company is consequently in breach of its covenants under the lease. Landlord seeks declaratory judgment that Landlord is due a $4,981,3000 secured guaranty by the Penny family members, and that Landlord may declare the lease in default and pursue any defaults remedies available thereunder. The Company has filed a motion to dismiss on the grounds that the guaranties at issue have been released by the senior lender.

In May 2002, the Company filed a patent infringement lawsuit against

HyperEdge Corporation in the U.S. District Court for the Northern District of Illinois (Civil Action No. 02-C-3496). The complaint charges HyperEdge with infringing Westell's U.S. Patent Number 5,444,776, which relates to an innovative bridge circuit technology often used in a network interface unit and seeks injunctive relief and $6 million in damages. HyperEdge has filed affirmative defenses, counterclaims that include unfair competition, laches and estoppel, and invalidity of the patent claims. The case is currently in discovery.

In the opinion of the Company, although the outcome of any legal proceedings set forth above cannot be predicted with certainty, the liability of the Company in connection with its legal proceedings could have a material effect on the Company's financial position.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDS.

On September 26, 2002, our annual meeting of stockholders was held and the following matter was voted on:

1. The following individuals were elected to the board of directors to serve until the 2003 annual meeting of shareholders and thereafter until their successors are duly elected and qualified:

Nominee	Votes For	Votes abstained
John W. Seazholtz..............................	115,244,235	457,952
Paul A. Dwyer, Jr..............................	115,243,335	458,852
E. Van Cullens.................................	112,513,793	3,188,394
Robert C. Penny III............................	115,240,435	455,752
Roger L. Plummer...............................	115,241,735	460,452
Thomas A. Reynolds, III........................	115,159,265	542,922
Bernard E. Sergesketter........................	115,243,212	458,974
Melvin J. Simon................................	115,160,065	542,122

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

Exhibit 99.1 Certification by the Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

Exhibit 99.2 Certification by the Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WESTELL TECHNOLOGIES, INC.
(Registrant)

DATE: May 23, 2002

By: /s/ E. VAN CULLENS
E. VAN CULLENS
Chief Executive Officer

By: /s/ NICHOLAS C. HINDMAN
NICHOLAS C. HINDMAN
Senior Vice President and Chief Financial Officer

I, E. Van Cullens, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Westell Technologies, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:

    a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

    b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

    c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

    a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

    b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officer and I have indicated in this quarterly report whether there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: May 23, 2003

/s/ E. Van Cullens

E. Van Cullens,
President and Chief Executive Officer

I, Nicholas C. Hindman, Sr., certify that:

1. I have reviewed this quarterly report on Form 10-Q of Westell Technologies, Inc.;

2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;

3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:

   a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;

   b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and

   c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

   a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and

   b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and

6. The registrant's other certifying officer and I have indicated in this quarterly report whether there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: May 23, 2003

/s/ Nicholas C. Hindman, Sr.
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Nicholas C. Hindman, Sr.
Senior Vice President and
Chief Financial Officer

EXHIBIT 99.1

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the amendment to the Quarterly Report of Westell Technologies, Inc. (the "Company") on Form 10-Q for the period ending September 30, 2002 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, E. Van Cullens, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. ss. 1350, as adopted pursuant to ss. 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ E. Van Cullens
E. Van Cullens
Chief Executive Officer
May 23, 2003

EXHIBIT 99.2

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the amendment to the Quarterly Report of Westell Technologies, Inc. (the "Company") on Form 10-Q for the period ending September 30, 2002 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Nicholas C. Hindman, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. ss. 1350, as adopted pursuant to ss. 906 of the Sarbanes-Oxley Act OF 2002, that:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Nicholas C. Hindman
Nicholas C. Hindman
Chief Financial Officer
May 23, 2003