

# FORM 4

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

OMB APPROVAL	
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Brady Matthew B			2. Issuer Name and Ticker or Trading Symbol WESTELL TECHNOLOGIES INC [WSTL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ President & CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/17/2017					
750 N COMMONS DR								
(Street)			4. If Amendment, Date Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
AURORA, IL 60504								
(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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	07/17/2017		A		40,000 (1)	A	\$ 0	40,000	D	
Class A Common Stock	07/17/2017		A		40,000 (2)	A	\$ 0	80,000	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (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 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Title
Employee NQ Stock Option	\$ 3.06	07/17/2017		A		100,000	(3)	07/17/2024	Class A Common Stock	100,000	\$ 0	100,000	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brady Matthew B 750 N COMMONS DR AURORA, IL 60504			President & CEO	

## Signatures

/s/ Jeniffer Jaynes, by power of attorney 07/19/2017  
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).

- The Compensation Committee approved an award of restricted stock units (RSUs) pursuant to the 2015 Omnibus Incentive Compensation Plan. The RSUs vest 33% annually beginning on July 17, 2018 and for each of the following two years concluding on July 17, 2020. Upon vesting, the RSUs convert into shares of Class A Common Stock on a one-for-one basis. The Compensation Committee approved a performance-based award of restricted stock units (PSUs) pursuant to the 2015 Omnibus Incentive Compensation Plan. The reported amount is the target award (which assumes performance at the target level would convert into shares of Class A Common Stock on a one-for-one basis). The actual number of shares of Class A
- Common Stock earned can vary from 0% to 100% of the target based upon achievement of certain performance metrics in the second, third, fourth, and combined second through fourth quarters of fiscal year 2018 to pre-established performance goals approved by the Compensation Committee, and are also subject to a one year time-based vesting period, subject to continued employment.
- The Compensation Committee approved an award of non-qualified stock options pursuant to the 2015 Omnibus Incentive Compensation Plan. The options vest 33% annually beginning on July 17, 2018 and for each of the following two years concluding on July 17, 2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

