

BRIGHTPOINT INC  
 Form 4  
 February 21, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
 FIVEL STEVEN E

(Last) (First) (Middle)

C/O BRIGHTPOINT, INC., 2601 METROPOLIS PARKWAY, SUITE 210

(Street)

PLAINFIELD, IN 46168

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 BRIGHTPOINT INC [CELL]

3. Date of Earliest Transaction (Month/Day/Year)  
 02/18/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 EVP & General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**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)           |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 02/18/2007                           |  | M                              | (A)<br>or<br>(D)<br>Code V Amount Price<br>M 4,797<br>(1) \$ 0    | 153,421   | D  |   |
| Common Stock                    | 02/18/2007                           |  | F                              | (A)<br>or<br>(D)<br>Code V Amount Price<br>F 1,960 \$ 10.28       | 151,461   | D  |   |
| Common Stock                    |                                      |  |                                |   | 584   | I  | Represents Shares Acquired under the Brightpoint, Inc. Employee |

Stock  
Purchase  
Plan

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

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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. Pr Deriv Secur (Instr |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                    | Amount or Number of Shares |
| Restricted Stock Units                     | \$ 0 <sup>(2)</sup>                                    | 02/18/2007                           |  | M                              | 4,797 <sup>(1)</sup>  | <sup>(3)</sup>   | <sup>(3)</sup>  | Common Stock             | 4,797 <sup>(1)</sup>       |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director      10% Owner      Officer      Other

FIVEL STEVEN E  
C/O BRIGHTPOINT, INC.  
2601 METROPOLIS PARKWAY, SUITE 210  
PLAINFIELD, IN 46168

EVP &  
General  
Counsel

## Signatures

/s/ Steven E. Fivel      02/21/2007

                Date  
\*\*Signature of Reporting Person

## 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).

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- (1) The number of performance-based Restricted Stock Units ("RSUs") and shares acquired upon vesting thereof have been adjusted for a 6 for 5 stock split of the Registrant's common stock effected in the form of a stock dividend paid on May 31, 2006.
- (2) Each RSU represents a contingent right to receive one share of the Registrant's common stock.  
Indicates conversion upon vesting on February 18, 2007 of one-third of the performance-based RSUs determined by the Board of Directors on February 18, 2006. One-third of these performance-based RSUs vested on February 18, 2006 and one-third will vest on February 18, 2008, subject to the Registrant's 2004 Long-Term Incentive Plan and the Reporting Person's Restricted Stock Unit Agreement. Vested shares will be delivered to the Reporting Person following each vest date.
- (3)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.