

HOWELL J MARK
Form 4
February 17, 2010

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 *
HOWELL J MARK

(Last) (First) (Middle)

C/O BRIGHTPOINT, INC., 7635
INTERACTIVE WAY, SUITE 200

(Street)

INDIANAPOLIS, IN 46278

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2010

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)
President Americas, Co-COO

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/14/2010		M		7,971	A	\$ 0
Common Stock	02/14/2010		F		3,257	D	\$ 7.27
Common Stock	02/14/2010		M		2,899	A	\$ 0
Common Stock	02/14/2010		F		1,185	D	\$ 7.27
Common Stock	02/17/2010		M		15,034	A	\$ 6.78

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Common Stock 02/17/2010 S 15,034 D \$ 7.23 340,534 D

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

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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)	Amount or Number of Shares
Restricted Stock Units	\$ 0 ⁽¹⁾	02/14/2010		M	7,971	⁽²⁾ ⁽²⁾	Common Stock	7,971
Restricted Stock Units	\$ 0 ⁽¹⁾	02/14/2010		M	2,899	⁽³⁾ ⁽³⁾	Common Stock	2,899
Employee Stock Option(Right to Buy)	\$ 6.78	02/17/2010		M	15,034	⁽⁴⁾ 02/18/2010	Common Stock	15,034

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HOWELL J MARK
C/O BRIGHTPOINT, INC.
7635 INTERACTIVE WAY, SUITE 200
INDIANAPOLIS, IN 46278

President
Americas,
Co-COO

Signatures

/s/ Steven E. Fivel, 02/17/2010
Attorney-in-Fact

 **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) Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Registrant's common stock.
- (2) These are performance-based RSUs that were determined to be earned in February 2009. 7,971 of these RSUs vested on each of 2/14/2009 and 2/14/2010, another 7,971 of these RSUs will vest on 2/14/2011.
- (3) 2,899 of these RSU's vested on each of 2/14/2009 and 2/14/2010 and 2,898 will vest on 2/14/2011.
- (4) 15,035 of the options vested on 2/18/2006 and 2/18/2007 and 15,034 vested on 2/18/2008.

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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