Edgar Filing: WAGNER ROBERT FRANCIS - Form 4

WAGNER ROBERT FRANCIS

Form 4 January 03, 2006

FORM 4

Check this box

Form 4 or

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

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Number:

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response...

5. Relationship of Reporting Person(s) to

Estimated average

burden hours per

if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16.

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

WAGNER ROBERT FRANCIS Issuer Symbol BRIGHTPOINT INC [CELL] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X_ Director 10% Owner Officer (give title Other (specify C/O BRIGHTPOINT, INC., 501 01/01/2006 below) AIRTECH PARKWAY

2. Issuer Name and Ticker or Trading

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

PLAINFIELD, IN 46168

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of TransactionAcquired (A) or Security (Month/Day/Year) Execution Date, if Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V (D) Amount Price

Common 4,500 01/01/2006 40,746 (3) A \$0 D Stock (1)(2)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	rities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	. 3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Ziicicisaoie	2		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
		10% Owner	Officer	Other				
GNER ROBERT FRANCI BRIGHTPOINT, INC. AIRTECH PARKWAY INFIELD, IN 46168	S X							
BRIGHTPOINT, INC. AIRTECH PARKWAY	~							

Signatures

/s/ Steven E. Fivel, Attorney-in-Fact

01/03/2006

**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).

These are shares of restricted stock granted as Annual Awards pursuant to the Registrant's Amended and Restated Independent Directors Stock Compensation Plan ("Plan"). According to the terms of the Plan, among other things, the shares vest 50% on the first anniversary of

- (1) the date of award, and 50% on the second anniversary of the date of award. The shares are subject to forfeiture if the reporting person's service as a director ends prior to vesting; provided that the Board of Directors, in its discretion, can accelerate the vesting with respect to those shares due to vest in the year of such termination. The shares are subject to a three-year restriction on sale or transfer from the date of award.
- (2) All share amounts reflected in this Form 4 have been adjusted to give effect to a 3 for 2 stock split of the Registrant's common stock effected in the form of a 50% stock dividend that was paid on 12/30/2005 to all holders of record on 12/16/2005.
 - The number of shares reported as beneficially owned by the reporting person includes 175 shares held by the reporting person in a joint account with his emancipated son who does not live in the same household as the reporting person. The reporting person disclaims
- (3) beneficial ownership of these 175 shares and the inclusion of these 175 shares in this report shall not be deemed an admission that the person is the beneficial owner of these 175 shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.

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.

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