OCONNELL DAVID P

Form 4

February 13, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * OCONNELL DAVID P

2. Issuer Name and Ticker or Trading Symbol

BRIGHTPOINT INC [CELL]

5. Relationship of Reporting Person(s) to Issuer

(Last)

(City)

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year)

02/09/2007

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify below)

VP Treasury & Taxation

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

(Street)

(State)

210

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

PLAINFIELD, IN 46168

		1 401	Table 1 - Non-Derivative Securities Acquired, Disposed of, of Deficiciany Owned							
1.Title of	2. Transaction Date		3.	4. Securi			5. Amount of	6. Ownership		
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			ed of (D)	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)		Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)	
							Reported	,		
					(A)		Transaction(s)			
					or		(Instr. 3 and 4)			
			Code V	Amount	(D)	Price	(msur 5 und 1)			
Common Stock	02/09/2007		M	769	A	\$0	1,045 (1)	D		
Common Stock	02/09/2007		F	324	D	\$ 10.74	721 <u>(1)</u>	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)	Code Securities		ve es d (A) osed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 II S ()
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (2)	02/09/2007		A	2,306		(3)	(3)	Common Stock	2,306	
Restricted Stock Units	\$ 0 (2)	02/09/2007		M		769	(3)	(3)	Common Stock	769	

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		

OCONNELL DAVID P C/O BRIGHTPOINT, INC. 2601 METROPOLIS PARKWAY, SUITE 210 PLAINFIELD, IN 46168

VP Treasury & Taxation

De Sec (In

Signatures

/s/ Steven E. Fivel, Attorney-in-Fact 02/13/2007

**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) Share amount adjusted for the 6 for 5 split of the Registrant's common stock effected in the form of a stock dividend paid on 05/31/2006 to holders of record on 05/19/2006.
- (2) Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Registrant's common stock.
- These RSUs are performance-based. The number of performanced-based RSUs was determined on 2/09/2007. On 2/09/2007, 769 of the RSUs vested. The remaining RSUs will vest in equal annual installments on each of 2/06/2008 and 2/06/2009, 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.

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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