FIVEL STEVEN E Form 4/A

February 24, 2011

# FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

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

(Print or Type Responses)

1(b).

(Last)

1. Name and Address of Reporting Person \* FIVEL STEVEN E

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

BRIGHTPOINT INC [CELL]

3. Date of Earliest Transaction

(Month/Day/Year) 02/19/2011

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

(Middle)

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

02/23/2011

5. Relationship of Reporting Person(s) to

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify below)

EVP & General Counsel

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

**INDIANAPOLIS, IN 46278** 

(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. Transactic Code (Instr. 8)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of 6. Securities Ownershi Beneficially Form: Owned Direct (D Following or Indirect		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)			
Common Stock	02/19/2011		M	9,743	A	\$0	63,669	D			
Common Stock	02/19/2011		F	3,006	D	\$ 12.36	60,663	D			
Common Stock	02/19/2011		M	25,089	A	\$ 0	85,752	D			
Common Stock	02/19/2011		F	9,902	D	\$ 12.36	75,850	D			
Common Stock							20,000	I	By Trust (1)		

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)

(In

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. Transactic Code (Instr. 8)	5. Number of or 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 (2)	02/19/2011		M		9,743	(3)	(3)	Common Stock	9,743
Restricted Stock Units	\$ 0 (2)	02/19/2011		M		25,089	<u>(4)</u>	<u>(4)</u>	Common Stock	25,089

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner

Officer

Other

FIVEL STEVEN E C/O BRIGHTPOINT, INC. 7635 INTERACTIVE WAY, SUITE 200 INDIANAPOLIS, IN 46278

**EVP & General Counsel** 

**Signatures** 

/s/ Sean M. Mayberry, Attorney-in-Fact

02/24/2011

\*\*Signature of Reporting Person

Date

Reporting Owners 2

#### Edgar Filing: FIVEL STEVEN E - Form 4/A

## **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) These shares are held by the Leslie J. Fivel Living Trust, Leslie J. Fivel, Trustee. Leslie J. Fivel is Steven Fivel's spouse.
- (2) Each Rstricted Stock Unit ("RSU") represents a contingent right to receive one share of the Resgistrant's common stock.
- Of these RSUs, 9,744 vested on February 19, 2010 and 9,743 vested on February 19, 2011. The remaining 9,743 of these RSUs are scheduled to vest on February 19, 2012.
- (4) 25,089 of these RSUs vested on February 19, 2011 and 25,089 of these RSUs are scheduled to vest on each of February 19, 2012 and February 19, 2013.

#### **Remarks:**

The original Form 4 was mistakenly filed under the signature of the Reporting Person and is now being filed under the signature. 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.