

GUPTA ANURAG  
Form 4  
February 23, 2011

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**GUPTA ANURAG**

(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)  
02/19/2011

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, Eur., Mid.E, Africa

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 02/19/2011                           |  | M                              |   | 14,901  | A  | \$ 0  |
| Common Stock                    | 02/19/2011                           |  | F                              |   | 4,597   | D  | \$ 12.36  |
| Common Stock                    | 02/19/2011                           |  | M                              |   | 21,493  | A  | \$ 0  |
| Common Stock                    | 02/19/2011                           |  | F                              |   | 6,631   | D  | \$ 12.36  |
| Common Stock                    | 02/19/2011                           |  | M                              |   | 8,334   | A  | \$ 0  |
|                                 |                                      |  |                                |   |   |  | 22,679  |
|                                 |                                      |  |                                |   |   |  | 15,902  |
|                                 |                                      |  |                                |   |   |  | 37,395  |
|                                 |                                      |  |                                |   |   |  | 30,764  |
|                                 |                                      |  |                                |   |   |  | 39,098  |

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Common Stock      02/19/2011      F      2,572      D      \$ 12.36      36,526      D

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

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(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units                     | \$ 0 <sup>(1)</sup>                                    | 02/19/2011                           |  | M                              | 14,901  | <sup>(2)</sup> / <sup>(2)</sup>                          | Common Stock  | 14,901                        |
| Restricted Stock Units                     | \$ 0 <sup>(1)</sup>                                    | 02/19/2011                           |  | M                              | 21,493  | <sup>(3)</sup> / <sup>(3)</sup>                          | Common Stock  | 21,493                        |
| Restricted Stock Units                     | \$ 0 <sup>(1)</sup>                                    | 02/19/2011                           |  | M                              | 8,334   | <sup>(4)</sup> / <sup>(4)</sup>                          | Common Stock  | 8,334                         |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

GUPTA ANURAG  
C/O BRIGHTPOINT, INC.  
7635 INTERACTIVE WAY, SUITE 200  
INDIANAPOLIS, IN 46278

President, Eur., Mid.E, Africa

## Signatures

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

02/23/2011

\*\*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) 14,902 of these RSUs vested on February 19, 2010 and 14,901 vested on February 19, 2011 and the remaining 14,901 are scheduled to vest on February 19, 2012.
- (3) These are performance based RSUs that were determined to be earned in February 2011. 21,493 of these RSUs vested on February 19, 2011 and 21,492 of these RSUs will vest on each of February 19, 2012 and February 19, 2013.
- (4) 8,334 of these RSUs vested on February 19, 2011 and 8,333 of these RSUs are scheduled to vest on each of February 19, 2012 and February 19, 2013.

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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