

FIVEL STEVEN E
Form 4
April 11, 2005

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 *
FIVEL STEVEN E

(Last) (First) (Middle)

C/O BRIGHTPOINT, INC., 501
AIRTECH PARKWAY

(Street)

PLAINFIELD, IN 46168

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/08/2005

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)

EVP & General Counsel

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	04/08/2005		M	1,339 A \$ 12.053	53,908	D	
Common Stock	04/08/2005		M	6,250 A \$ 3.86	60,158	D	
Common Stock	04/08/2005		M	2,857 A \$ 2.833	63,015	D	
Common Stock	04/08/2005		S	10,446 (1) D \$ 19.77	52,569	D	
Common Stock					217	I	Represents shares acquired

Common Stock	82	I	under the Brightpoint, Inc. Employee Stock Purchase Plan Represents shares acquired under the Brightpoint, Inc 401(k) Plan.
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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
Employee Stock Option (Right to Buy)	\$ 12.053	04/08/2005		M	1,339	<u>(2)</u> 02/22/2006	Common Stock	1,339
Employee Stock Option (Right to Buy)	\$ 3.86	04/08/2005		M	6,250	<u>(3)</u> 12/11/2007	Common Stock	6,250
Employee Stock	\$ 2.833	04/08/2005		M	2,857	<u>(4)</u> 04/18/2007	Common Stock	2,857

Option
(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FIVEL STEVEN E C/O BRIGHTPOINT, INC. 501 AIRTECH PARKWAY PLAINFIELD, IN 46168			EVP & General Counsel	

Signatures

/s/ Steven E.
Fivel 04/11/2005

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) This transaction was executed pursuant to a Rule 10b5-1 Sale Plan entered into on March 3, 2005.
- (2) 2,678 of the options vested on 2/22/2002, 2,678 of the options vested on 2/22/2003, and 2,678 of the options vested on 2/22/2004.
37,500 of the options vested on 12/11/2003, 37,500 of the options vested on 12/11/2004, and 37,500 of the options will vest on
- (3) 12/11/2005, subject to, and in accordance with the terms of Brightpoint, Inc.'s 1994 Employee Stock Option Plan and the Reporting Person's stock option agreement.
- (4) 8,571 of the options vested on 4/18/2003, 8,571 of the options vested on 4/18/2004, and 8,571 of the options will vest on 4/18/2005, subject to, and in accordance with the terms of Brightpoint Inc.'s 1994 Employee Stock Option Plan and the Reporting Person's stock option agreement.

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.