

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.
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

OMB APPROVAL

OMB
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(Print or Type Responses)

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

(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)
02/23/2011

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify
below) 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)
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
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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. 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		⁽⁴⁾	⁽⁴⁾	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

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 Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Registrant's common stock.
- (3) 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 of the Registrant.

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.