

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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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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
**C/O BRIGHTPOINT, INC., 7635
INTERACTIVE WAY, SUITE 200**

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/19/2011

____ Director
____ Officer (give title below) 10% Owner
____ Other (specify below)
President, Eur., Mid.E, Africa

INDIANAPOLIS, IN 46278

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

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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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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 ⁽¹⁾	02/19/2011		M	14,901	⁽²⁾ / ⁽²⁾	Common Stock	14,901
Restricted Stock Units	\$ 0 ⁽¹⁾	02/19/2011		M	21,493	⁽³⁾ / ⁽³⁾	Common Stock	21,493
Restricted Stock Units	\$ 0 ⁽¹⁾	02/19/2011		M	8,334	⁽⁴⁾ / ⁽⁴⁾	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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