

LUDWIG JOHN J  
Form 4  
February 05, 2010

**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 \*  
LUDWIG JOHN J

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)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below)  Other (specify below)  
EVP & CFO Brightpoint Americas

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

02/03/2010

(Street)

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

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. 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 (D) Price  |   |  |                                   |
| Common Stock                    | 02/03/2010                           |  | M                              | 4,034 A \$ 0  | 9,034   | D  |                                   |
| Common Stock                    | 02/03/2010                           |  | F                              | 1,511 D \$ 6.11   | 7,523   | D  |                                   |
| Common Stock                    | 02/03/2010                           |  | M                              | 3,334 A \$ 0  | 10,857  | D  |                                   |
| Common Stock                    | 02/03/2010                           |  | F                              | 1,249 D \$ 6.11   | 9,608   | 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. Pr Deriv Secur (Instr |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                    | Amount or Number of Shares |
| Restricted Stock Units                     | \$ 0 <sup>(1)</sup>                                    | 02/03/2010                           |  | M                              | 4,034   | <sup>(2)</sup>   | <sup>(2)</sup>  | Common Stock             | 4,034                      |
| Restricted Stock Units                     | \$ 0 <sup>(1)</sup>                                    | 02/03/2010                           |  | M                              | 3,334   | <sup>(3)</sup>   | <sup>(3)</sup>  | Common Stock             | 3,334                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |                                |
|---|---------------|-----------|---------|--------------------------------|
|   | Director      | 10% Owner | Officer | Other                          |
| LUDWIG JOHN J<br>C/O BRIGHTPOINT, INC.<br>7635 INTERACTIVE WAY, SUITE 200<br>INDIANAPOLIS, IN 46278 |               |           |         | EVP & CFO Brightpoint Americas |

## Signatures

/s/ Steven E. Fivel,  
Attorney-in-Fact

02/05/2010

\*\*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) These are performance-based RSUs that were determined to be earned in February 2010. Of these RSUs, 4,034 vested on 2/3/2010 and 4,033 will vest on each of 2/3/2011 and 2/3/2012.

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- (3) These are performance-based RSUs that were determined to be earned in February 2010. Of these RSUs, 3,334 vested on 2/3/2010 and 3,333 will vest on each of 2/3/2011 and 2/3/2012.

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.