

RINGROSE PAUL A
Form 4
September 08, 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 *
RINGROSE PAUL A

(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)
09/06/2005

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)
CFO BP Asia Pacific Division

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 | 09/06/2005 | | M | | 1,071 | A | \$ 12.053 |
| Common Stock | 09/06/2005 | | M | | 1,428 | A | \$ 2.833 |
| Common Stock | 09/06/2005 | | M | | 7,500 | A | \$ 3.86 |
| Common Stock | 09/06/2005 | | M | | 1,334 | A | \$ 21.7 |
| | | | | | | | 5,213 |
| | | | | | | | 6,641 |
| | | | | | | | 14,141 |
| | | | | | | | 15,475 |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 | 09/06/2005 | | M | 1,071 | <u>(1)</u> 02/22/2006 | Common Stock | 1,071 |
| Employee Stock Option (right to buy) | \$ 2.833 | 09/06/2005 | | M | 1,428 | <u>(2)</u> 04/18/2007 | Common Stock | 1,428 |
| Employee Stock Option (right to buy) | \$ 3.86 | 09/06/2005 | | M | 7,500 | <u>(3)</u> 12/11/2007 | Common Stock | 7,500 |
| Employee Stock Option (right to buy) | \$ 21.7 | 09/06/2005 | | M | 1,334 | <u>(4)</u> 01/23/2009 | Common Stock | 1,334 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|------------------------------|
| | Director | 10% Owner | Officer | Other |
| RINGROSE PAUL A C/O BRIGHTPOINT, INC. | | | | CFO BP Asia Pacific Division |

501 AIRTECH PARKWAY
PLAINFIELD, IN 46168

Signatures

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

09/08/2005

__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) 1,071 of the options vested on 02/22/2002, 1,071 of the options vested on 02/22/2003 and 1,071 of the options vested on 02/22/2004.
- (2) 714 of the options vested on 04/18/2003, 714 of the options vested on 04/18/2004 and 714 of the options vested on 04/18/2005.
- (3) 7,500 of the options vested on 12/11/2003, 7,500 of the options vested on 12/11/2004 and 7,500 of the options will vest on 12/11/2005, subject to, and in accordance with the Registrant's 1994 Employee Stock Option Plan and the Reporting Person's stock option agreement.
- (4) 1,334 of the options vested on 1/23/2005, 1,333 of the options will vest on 1/23/2006 and 1,333 of the options will vest on 1/23/2007, subject to, and in accordance with the Registrant's 1994 Employee Stock Option Plan and the Reporting Person's 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.