

THOMLINSON R BRUCE
Form 4
August 24, 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 *
THOMLINSON R BRUCE

(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)
08/22/2005

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)
Member BP Global Exec Team

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 or Price		
Common Stock	08/22/2005		M		10,712 A \$ 1.74	D	
Common Stock	08/22/2005		M		37,500 A \$ 3.86	D	
Common Stock	08/22/2005		M		16,667 A \$ 17.58	D	
Common Stock	08/22/2005		M		10,594 A \$ 2.833	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 1.74	08/22/2005		M	10,712	<u>(1)</u> 04/30/2007	Common Stock 10,712
Employee Stock Option (right to buy)	\$ 3.86	08/22/2005		M	37,500	<u>(2)</u> 12/11/2007	Common Stock 37,500
Employee Stock Option (right to buy)	\$ 17.58	08/22/2005		M	16,667	<u>(3)</u> 02/20/2009	Common Stock 16,667
Employee Stock Option (right to buy)	\$ 2.833	08/22/2005		M	10,594	<u>(4)</u> 04/18/2007	Common Stock 10,594

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
THOMLINSON R BRUCE C/O BRIGHTPOINT, INC. 501 AIRTECH PARKWAY				Member BP Global Exec Team

PLAINFIELD, IN 46168

Signatures

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

08/24/2005

__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) 5,356 of the options exercised vested on 4/30/2003 and 5,356 of the options exercised vested on 4/30/2004.
- (2) The 37,500 options exercised vested on 12/11/2004. The remaining 37,500 options will vest on 12/11/2005, subject to, and in accordance with, the terms of the Registrant's 1994 Employee Stock Option Plan and the Reporting Person's option agreement.
16,667 of the options vested on 02/20/2005. 16,667 of the options will vest on 02/20/2006 and 16,666 of the options will vest on
- (3) 02/20/2007, subject to, and in accordance with the terms of the Registrant's 1994 Employee Stock Option Plan and the Reporting Person's stock option agreement.
- (4) 5,297 of the options exercised vested on 04/18/2004 and 5,297 of the options vested on 04/18/2005.

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.