

LUDWIG JOHN J  
Form 4  
June 04, 2012

**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 \*  
LUDWIG JOHN J

(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)  
05/31/2012

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)  
EVP & CFO Brightpoint Americas

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/31/2012		M		4,000	A	\$ 0 15,799
Common Stock	05/31/2012		F		1,250	D	\$ 4.87 14,549
Common Stock	05/31/2012		M		4,000	A	\$ 0 18,549
Common Stock	05/31/2012		F		1,250	D	\$ 4.87 17,299
Common Stock	05/31/2012		M		4,000	A	\$ 0 21,299

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Common Stock	05/31/2012	F	1,250	D	\$ 4.87	20,049	D
Common Stock	05/31/2012	M	4,000	A	\$ 0	24,049	D
Common Stock	05/31/2012	F	1,250	D	\$ 4.87	22,799	D
Common Stock	05/31/2012	M	1,806	A	\$ 0	24,605	D
Common Stock	05/31/2012	F	565	D	\$ 4.87	24,040	D
Common Stock	05/31/2012	M	1,806	A	\$ 0	25,846	D
Common Stock	05/31/2012	F	565	D	\$ 4.87	25,281	D
Common Stock	05/31/2012	M	1,667	A	\$ 0	26,948	D
Common Stock	05/31/2012	F	521	D	\$ 4.87	26,427	D
Common Stock	05/31/2012	M	1,666	A	\$ 0	28,093	D
Common Stock	05/31/2012	F	521	D	\$ 4.87	27,572	D
Common Stock	05/31/2012	M	25,000	A	\$ 0	52,572	D
Common Stock	05/31/2012	F	7,813	D	\$ 4.87	44,759	D
Common Stock	05/31/2012	M	2,934	A	\$ 0	47,693	D
Common Stock	05/31/2012	F	917	D	\$ 4.87	46,776	D

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

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SEC 1474  
(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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. De
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Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	4,000	<sup>(2)</sup>	<sup>(2)</sup>	Common Stock	4,000
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	4,000	<sup>(3)</sup>	<sup>(3)</sup>	Common Stock	4,000
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	4,000	<sup>(4)</sup>	<sup>(4)</sup>	Common Stock	4,000
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	4,000	<sup>(5)</sup>	<sup>(5)</sup>	Common Stock	4,000
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	1,806	<sup>(6)</sup>	<sup>(6)</sup>	Common Stock	1,806
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	1,806	<sup>(7)</sup>	<sup>(7)</sup>	Common Stock	1,806
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	1,667	<sup>(8)</sup>	<sup>(8)</sup>	Common Stock	1,667
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	1,666	<sup>(9)</sup>	<sup>(9)</sup>	Common Stock	1,666
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	25,000	<sup>(10)</sup>	<sup>(10)</sup>	Common Stock	25,000
Restricted Stock Units	\$ 0 <sup>(1)</sup>	05/31/2012	M	2,934	<sup>(11)</sup>	<sup>(11)</sup>	Common Stock	2,934

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUDWIG JOHN J C/O BRIGHTPOINT, INC.				EVP & CFO Brightpoint Americas

7635 INTERACTIVE WAY, SUITE 200  
INDIANAPOLIS, IN 46278

## Signatures

/s/ Sean M Mayberry,  
Attorney-in-Fact

06/04/2012

\_\_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.

16,000 RSUs were awarded January 4, 2010 and were scheduled to vest in four equal installments on each of the 4th, 5th, 6th and 7th anniversary of the date of grant. Due to Executive's departure from Brightpoint, Inc. the vesting of the 4,000 RSUs originally scheduled to vest on the 4th anniversary of the date of grant was accelerated and vested on May 31, 2012.

(2) 16,000 RSUs were awarded January 4, 2010 and were scheduled to vest in four equal installments on each of the 4th, 5th, 6th and 7th anniversary of the date of grant. Due to Executive's departure from Brightpoint, Inc. the vesting of the 4,000 RSUs scheduled to vest on the 5th anniversary of the date of grant was accelerated and vested on May 31, 2012.

(3) 16,000 RSUs were awarded January 4, 2010 and were scheduled to vest in four equal installments on each of the 4th, 5th, 6th and 7th anniversary of the date of grant. Due to Executive's departure from Brightpoint, Inc. the vesting of the 4,000 RSUs scheduled to vest on the 6th anniversary of the date of grant was accelerated and vested on May 31, 2012.

(4) 16,000 RSUs were awarded January 4, 2010 and were scheduled to vest in four equal installments on each of the 4th, 5th, 6th and 7th anniversary of the date of grant. Due to Executive's departure from Brightpoint, Inc. the vesting of the 4,000 RSUs scheduled to vest on the 7th anniversary of the date of grant was accelerated and vested on May 31, 2012.

(5) 5,418 RSUs were awarded on February 11, 2011 and were scheduled to vest in the thirds beginning on the first anniversary date following the award. 1,806 of the RSUs vested on February 11, 2012 and, due to Executive's departure from Brightpoint, Inc., the vesting of the 1,806 RSUs scheduled to vest on February 11, 2013 was accelerated and vested on May 31, 2012. The vesting of the 1,806 RSUs scheduled to vest on February 11, 2014 were also accelerated and vested on May 31, 2012.

(6) 5,418 RSUs were awarded on February 11, 2011 and were scheduled to vest in the thirds beginning on the first anniversary following the date of the award. 1,806 of the RSUs vested on February 11, 2012 and, due to Executives' departure from Brightpoint, Inc., the vesting of the 1,806 RSUs scheduled to vest on February 11, 2013 was accelerated and vested on May 31, 2012. The vesting of the 1,806 RSUs scheduled to vest on February 11, 2014 was accelerated and vested on May 31, 2012.

(7) 5,000 RSUs were awarded on February 11, 2011 and were scheduled to vest in thirds beginning the first anniversary following the date of the award. 1,667 of the RSUs vested on February 11, 2012 and, due to Executive's departure from Brightpoint, Inc., the vesting of the 1,667 RSUs scheduled to vest on February 11, 2013 was accelerated and vested on May 31, 2012. The 1,666 RSUs scheduled to vest on February 11, 2014 were also accelerated and vested on May 31, 2012.

(8) 5,000 RSUs were awarded on February 11, 2011 and were scheduled to vest in thirds beginning the first anniversary following the date of the award. 1,667 of the RSUs vested on February 11, 2012 and, due to Executive's departure from Brightpoint, Inc., the vesting of the 1,667 RSUs scheduled to vest on February 11, 2013 was accelerated and vested on May 31, 2012. The vesting of the final 1,666 RSUs scheduled to vest on February 11, 2014 was accelerated and vested on May 31, 2012.

(9) These 25,000 RSUs were awarded May 10, 2010. Due to Executive's departure from Brightpoint, Inc. the vesting of these 25,000 RSUs was accelerated and vested on May 31, 2012.

(10) 8,803 RSUs were awarded on February 19, 2010. 2,935 of the RSUs vested on February 19, 2011 and 2,934 vested on February 19, 2012. Due to Executive's departure from Brightpoint, Inc. vesting of the remaining 2,934 was accelerated and vested on May 31, 2012.

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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