

OCONNELL DAVID P  
Form 4  
August 15, 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 \*  
OCONNELL DAVID P

(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)  
08/11/2005

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)  
VP Treasury & Taxation

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 08/11/2005                           |  | M                              | 1,068   | A \$ 12.053   | 1,068  | D                                 |
| Common Stock                    | 08/11/2005                           |  | M                              | 2,285   | A \$ 2.833  | 3,353  | D                                 |
| Common Stock                    | 08/11/2005                           |  | M                              | 1,071   | A \$ 1.743  | 4,424  | D                                 |
| Common Stock                    | 08/11/2005                           |  | M                              | 2,250   | A \$ 6.593  | 6,674  | D                                 |
| Common Stock                    | 08/11/2005                           |  | S                              | 6,674   | D \$ 24.73  | 0  | D                                 |

|                 |         |   |  |
|-----------------|---------|---|--|
| Common<br>Stock | 94.2953 | I | Represents<br>Shares<br>Acquired<br>through the<br>Brightpoint,<br>Inc. 401(k)<br>Plan |
|-----------------|---------|---|--|

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of<br>Shares |  |
|---|--|---|---|--------------------------------------|---|--|---|--|--|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable  | Expiration<br>Date  | Title                                  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 12.053  | 08/11/2005                              |   | M                                    | 1,068   | 02/22/2004 02/22/2006  | Common<br>Stock   | 1,068                                  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 2.833   | 08/11/2005                              |   | M                                    | 2,285   | 04/18/2005 04/18/2007  | Common<br>Stock   | 2,285                                  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 1.74  | 08/11/2005                              |   | M                                    | 1,071   | 04/30/2005 04/30/2007  | Common<br>Stock   | 1,071                                  |  |
| Employee<br>Stock<br>Option<br>(Right to            | \$ 6.593   | 08/11/2005                              |   | M                                    | 2,250   | <u>(1)</u> 04/29/2008  | Common<br>Stock   | 2,250                                  |  |

Buy)

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| OCONNELL DAVID P<br>C/O BRIGHTPOINT, INC.<br>501 AIRTECH PARKWAY<br>PLAINFIELD, IN 46168 |               |           | VP<br>Treasury &<br>Taxation |       |

## Signatures

/s/David P.  
O'Connell

08/15/2005

\_\_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) The options exercised vested on 04/29/2005. The remaining 2250 options will vest on 04/29/2006, subject to, and in accordance with, the Reporting Person's stock option agreement and the Registrant's 1994 Stock Option Plan.

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.