

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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**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |  |
| Common Stock                    | 08/22/2005                           |  | M                              |   | 10,712 A \$ 1.74  | 10,712   | D  |
| Common Stock                    | 08/22/2005                           |  | M                              |   | 37,500 A \$ 3.86  | 48,212   | D  |
| Common Stock                    | 08/22/2005                           |  | M                              |   | 16,667 A \$ 17.58   | 64,879   | D  |
| Common Stock                    | 08/22/2005                           |  | M                              |   | 10,594 A \$ 2.833   | 74,473   | 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) | 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<br>C/O BRIGHTPOINT, INC.<br>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.