

HOWELL J MARK
Form 4
February 13, 2007

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 *
HOWELL J MARK

2. Issuer Name and Ticker or Trading Symbol
BRIGHTPOINT INC [CELL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O BRIGHTPOINT, INC., 2601 METROPOLIS PARKWAY, SUITE 210

3. Date of Earliest Transaction (Month/Day/Year)
02/09/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President

(Street)
PLAINFIELD, IN 46168

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 02/09/2007 | | M | | 8,232 | A | \$ 0 281,449 | D |
| Common Stock | 02/09/2007 | | F | | 2,540 | D | \$ 10.74 278,909 | D |
| Common Stock | 02/09/2007 | | A | | 20,000 (1) | A | \$ 0 298,909 | 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)

displays a currently valid OMB control number.

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 | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|--|-----|-----|--|-----------------|---|--------|
| | | | | | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | Date Exercisable | Expiration Date | | Title |
| Restricted Stock Units | \$ 0 ⁽²⁾ | 02/09/2007 | | A | V | (A) | (D) | ⁽³⁾ | ⁽³⁾ | Common Stock | 24,694 |
| Restricted Stock Units | \$ 0 ⁽²⁾ | 02/09/2007 | | M | | | | ⁽³⁾ | ⁽³⁾ | Common Stock | 8,232 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| HOWELL J MARK C/O BRIGHTPOINT, INC. 2601 METROPOLIS PARKWAY, SUITE 210 PLAINFIELD, IN 46168 | | | President | |

Signatures

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

02/13/2007

**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) These are shares of restricted stock that were granted on 02/09/2007 as awards pursuant to the Registrant's 2004 Long-Term Incentive Plan. The shares vest fully on the third anniversary of the date of grant.

(2) Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of the Registrant's common stock.

(3) These RSUs are performance-based. The number of performance-based RSUs was determined on 2/09/2007. On 2/09/2007, 8232 of the RSUs vested. The remaining RSUs will vest in equal annual installments on each of 2/06/2008 and 2/06/2009, subject to the Registrant's 2004 Long-Term Incentive Plan and the Reporting Person's Restricted Stock Unit Agreement. Vested shares will be delivered to the Reporting Person following each vest date.

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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