

COXNER MAGNUS J
Form 4
February 22, 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 *
COXNER MAGNUS J

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)

3. Date of Earliest Transaction (Month/Day/Year)
02/18/2005

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

C/O BRIGHTPOINT, INC., 501 AIRTECH PARKWAY

(Street)

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

President of BP Europe

PLAINFIELD, IN 46168

(City) (State) (Zip)

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 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)	Code V Amount (D) Price		

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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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	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)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V	(A)	(D)				
Employee Stock Option (right to buy)	\$ 18.32	02/18/2005	A		21,500		(1)	02/18/2010	Common Stock	21,500
Restricted Stock Units	(2)	02/18/2005	A		7,900		(1)	(1)	Common Stock	7,900

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COXNER MAGNUS J C/O BRIGHTPOINT, INC. 501 AIRTECH PARKWAY PLAINFIELD, IN 46168				President of BP Europe

Signatures

/s/ David O'Connell,
Attorney-in-Fact
**Signature of Reporting Person
02/21/2005
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).

The Options and Restricted Stock Units reported in this Form 4 were granted by the Registrant to the Reporting Person under the Registrant's 2004 Long-Term Incentive Plan (the "Plan"), with the Restricted Stock Units constituting an Other Stock Based Award under the Plan. Pursuant to the Option and Restricted Stock Unit Agreements (collectively, the "Agreements") entered into between the

- (1) Registrant and the Reporting person, the Options and Restricted Stock Units reported in this Form 4 are subject to forfeiture, in whole or in part, prior to the first anniversary of the grant if the Registrant does not achieve certain Performance Goals (as set forth in the Agreements). One-third of the Options and Restricted Stock Units that are not forfeited, if any, will vest on each of February 18, 2006, February 18, 2007 and February 18, 2008, subject to, and in accordance with, the terms of the Plan and the Agreements.
- (2) Each restricted stock unit represents a contingent right to receive one share of the Registrant's common stock.

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.