

BRIGHTPOINT INC
Form 3
August 10, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Å Nordic Capital VI LTD | | (Month/Day/Year) | BRIGHTPOINT INC [CELL] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 22 GRENVILLE STREET, Å ST. HELIER, | | 07/31/2007 | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| JERSEY, CHANNEL ISLANDS Å JE4 8PX | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$0.01 Par Value | 30,000,000 <u>(1)</u> <u>(2)</u> <u>(3)</u> | I | See General Remarks. |

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

SEC 1473 (7-02)

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.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

| | | | |
|-------------|------------|-----------|-------------|
| Date | Expiration | Amount or | or Indirect |
| Exercisable | Date | Number of | (I) |
| | | Shares | (Instr. 5) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Nordic Capital VI LTD 22 GRENVILLE STREET ST. HELIER, JERSEY, CHANNEL ISLANDS JE4 8PX | ^ | ^ X | ^ | ^ |

Signatures

/s/ Andrew Bennett, Director of Reporting Person 08/10/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

Dangaard Holding A/S, a Danish company ("Dangaard Holding"), acquired an aggregate of 30,000,000 shares of common stock of Brightpoint, Inc. ("Brightpoint Common Stock") on July 31, 2007 pursuant to the Stock Purchase Agreement, dated as of February 19, 2007 (the "Stock Purchase Agreement"), as amended, by and among Dangaard Holding, Dangaard Telecom A/S, a Danish company and a wholly owned subsidiary of Dangaard Holding ("Dangaard Telecom"), Brightpoint, Inc., an Indiana corporation ("Brightpoint"), and, for purposes of Sections 6.16 and 12.4 only, Nordic Capital Fund VI (consisting of: Nordic Capital VI Alpha, L.P. and Nordic Capital VI Beta, L.P., Jersey limited partnerships acting through their general partner, Nordic Capital VI Limited, a Jersey company, NC VI Limited, a Jersey company, and Nordic Industries Limited, a Jersey company).

(1) Pursuant to the Stock Purchase Agreement, Brightpoint purchased all of the issued and outstanding shares of capital stock of Dangaard Telecom for the purchase price of \$100,000 in cash and 30,000,000 shares of Brightpoint Common Stock.

Dangaard Holding directly holds the 30,000,000 shares of Brightpoint Common Stock. Nordic Capital VI Limited exercises investment discretion and control over the shares directly held by Dangaard Holding in its capacity as sole general partner of certain limited partnerships that hold 80 percent of the outstanding shares of Dangaard Holding. These limited partnerships are Nordic Capital VI Alpha, L.P., which owns 37 percent of the outstanding shares of Dangaard Holding, and Nordic Capital VI Beta, which owns 43 percent of the outstanding shares of Dangaard Holding. Nordic Capital VI Limited is managed by a six-person board and all board action relating to the voting or disposition of these shares requires approval of the board. Nordic Capital VI Limited disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein.

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Remarks:

Dangaard Holding directly holds the 30,000,000 shares of Brightpoint Common Stock. Nordic Capital VI Limited exercises investment discretion and control over the shares directly held by Dangaard Holding in its capacity as sole general partner of certain limited partnerships that hold 80 percent of the outstanding shares of Dangaard Holding. These limited partnerships are Nordic Capital VI Alpha, L.P., which owns 37 percent of the outstanding shares of Dangaard Holding, and Nordic Capital VI Beta, which owns 43 percent of the outstanding shares of Dangaard Holding. Nordic Capital VI Limited is managed by a six-person board and all board action relating to the voting or disposition of these shares requires approval of the board. Nordic Capital VI Limited disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein. See also Footnotes 1 and 2.

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.