Edgar Filing: DONARGO VINCENT - Form 4

DONARGO Form 4	VINCENT										
October 16,	2012										
FORM	14	о статес	SECHE		ND EVCI		CE C	OMMISSION		PPROVAL	
	UNITE	DSIAIES			D.C. 2054		GEU	01v11v1155101N	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 c	ger STATE 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005 Iverage rs per 0.5	
Form 5 obligatio may con <i>See</i> Instr 1(b).	ns Section 1	7(a) of the	Public U	tility Hold		any A	Act of	e Act of 1934, 1935 or Section 0	response		
(Print or Type]	Responses)										
DONARGO VINCENT Symb			Symbol	2. Issuer Name and Ticker or Trading ymbol RIGHTPOINT INC [CELL]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Check all applicable)						<i>;</i>)		
	HTPOINT, INC TIVE WAY, SU		(Month/D 10/15/2	-				Director X Officer (give below) Chief H		Owner er (specify er	
				endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
INDIANAP	POLIS, IN 4627	8						Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Se	curiti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ned3.4. Securities Acquiredn Date, ifTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)Day/Year)(Instr. 8)			of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock (1)	10/15/2012			D	51,285	D	\$9 (1)	0	D		
Common Stock (2)	10/15/2012			D	162,268	D	\$ 9 (3)	0	D		

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

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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 (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. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (2)	\$ 0 <u>(4)</u>	10/15/2012		D		162,268	(3)	(3)	Common Stock	162,268

Reporting Owners

Reporting Owner Name / Address	Relationships						
F	Director	10% Owner	Officer	Other			
DONARGO VINCENT C/O BRIGHTPOINT, INC. 7635 INTERACTIVE WAY, SUITE 200 INDIANAPOLIS, IN 46278			Chief Financial Officer				
Signaturos							

Signatures

/s/ Sean M. Mayberry, Attorney-in-Fact

10/16/2012

**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).

At the effective time of the merger, pursuant to the Agreement and Plan of Merger, dated as of June 29, 2012 (the "Merger Agreement")
(1) by and among Brightpoint, Inc. ("Brightpoint"), Ingram Micro Inc. ("Ingram") and Beacon Sub, Inc., each share of Brightpoint common stock issued and outstanding immediately prior to the effective time of the merger was converted into the right to receive \$9.00 in cash.

Consists of common stock underlying restricted stock units ("RSUs") granted under Brightpoint's executive equity program. Each RSU represents the contingent right to receive one share of Brightpoint common stock. Pursuant to the Merger Agreement, each RSU

- (2) represents the contrigent right to receive one share of Brightpoint common stock. Furstant to the Werger Agreement, each KSO outstanding immediately prior to the effective time of the merger was converted into the right to receive \$9.00 in cash less any applicable taxes.
- (3) Pursuant to the Merger Agreement, each RSU outstanding immediately prior to the effective time of the merger was converted into the right to receive \$9.00 in cash less any applicable taxes.
- (4) Each Restricted Stock Unit ("RSU") 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.