

GUPTA ANURAG  
Form 4  
October 16, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**GUPTA ANURAG**

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., 7635  
INTERACTIVE WAY, SUITE 200**  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/15/2012**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below)  Other (specify below)  
**President, Eur., Mid.E, Africa**

**INDIANAPOLIS, IN 46278**

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock <u>(1)</u>	10/15/2012		D	V	\$ 9 <u>(1)</u>	0	D
Common Stock <u>(2)</u>	10/15/2012		D		\$ 9 <u>(3)</u>	0	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)

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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. 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)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units <sup>(2)</sup>	\$ 0 <sup>(4)</sup>	10/15/2012		D		195,687		<sup>(3)</sup>	<sup>(3)</sup>	Common Stock	195,687

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director   10% Owner   Officer   Other

GUPTA ANURAG  
 C/O BRIGHTPOINT, INC.  
 7635 INTERACTIVE WAY, SUITE 200  
 INDIANAPOLIS, IN 46278

President, Eur., Mid.E, Africa

## 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).

(1) At the effective time of the merger, pursuant to the Agreement and Plan of Merger, dated as of June 29, 2012 (the "Merger Agreement") 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.

(2) 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 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.

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