

WAGNER ROBERT FRANCIS  
 Form 4  
 December 19, 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 \*  
 WAGNER ROBERT FRANCIS

(Last) (First) (Middle)

C/O BRIGHTPOINT, INC., 501  
 AIRTECH PARKWAY

(Street)

PLAINFIELD, IN 46168

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/15/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 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) Code V Amount (D) Price			
Common Stock	12/15/2005		A	356 (1) A \$ 0	24,164 (2) (3)	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)

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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Code	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WAGNER ROBERT FRANCIS C/O BRIGHTPOINT, INC. 501 AIRTECH PARKWAY PLAINFIELD, IN 46168	X			

## Signatures

/s/ Steven E. Fivel,  
 Attorney-in-Fact 12/19/2005

\*\*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 as Elective Awards pursuant to the Registrant's Amended and Restated Independent Director Stock Compensation Plan (the "Plan"). The number of shares received as Elective Awards includes shares issued as additional equity compensation as explained more fully in the Registrant's Form 8-K filed on December 6, 2004. The shares vest immediately, and are subject to a restriction on sale or transfer until the earlier of (i) the date the value of the director's common stock is equal to or greater than 200% of the director's Board Compensation (as defined in the Plan and determined as of December 15 for the ensuing year), or (ii) six months after the director ceases to be a director of the Registrant.
- (2) The number of shares reported as beneficially owned by the reporting person includes 117 shares held by the reporting person in a joint account with his emancipated son who does not live in the same household as the reporting person. The reporting person disclaims beneficial ownership of these 117 shares and the inclusion of these 117 shares in this report shall not be deemed an admission that the person is the beneficial owner of these 117 shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.
- (3) The share amount has been adjusted to give effect to a 3 for 2 stock split of the Registrant's common stock effected in the form of a 50% stock dividend that was paid on 09/15/2005 to all holders of record on 08/31/2005.

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.