



Brightpoint, Inc.

CELL NASDAQ

Communications Equipment

Market Capitalization USD:

\$628.75 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated.
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Robert J. Laikin

Age: 48

CEO Since: 1994

	2009	2010	2011
Base Salary	\$900,000	\$900,000	\$990,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$1,125,000	\$1,237,500
Benefits and Perquisites	\$16,452	\$18,039	\$16,749
TOTAL ANNUAL COMPENSATION	\$916,452	\$2,043,039	\$2,244,249
Increase in Post-Retirement Benefits	\$389,922	\$365,179	\$661,940
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$1,298,700	\$2,454,572	\$3,469,515
TOTAL COMPENSATION	\$2,605,074	\$4,862,790	\$6,375,704
Median of Other Named Executive Officers Total Compensation	\$1,189,339	\$2,279,081	\$2,562,113
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$315,431	\$2,617,298	\$2,764,630
TOTAL REALIZED EQUITY COMPENSATION	\$315,431	\$2,617,298	\$2,764,630

Proxy Date: 23 Mar 2012

Annual Meeting Date: 4 May 2012

Equity Reserves: 12.85%

Stock Option Run Rate:

Brightpoint, Inc.

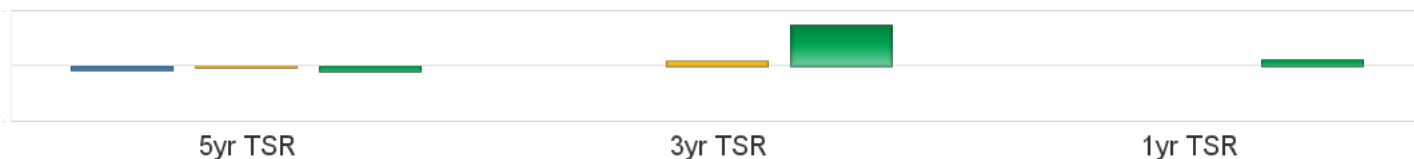
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Performance Comparison

■ S&P500 ■ Industry ■ CELL



Peer Comparisons (TRBC) =Communications Equipment

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CELL	Brightpoint, Inc.	\$2,605,074	\$4,862,790	\$6,375,704	\$628,750,846
ADTN	ADTRAN, Inc.	\$1,498,106	\$3,156,022		\$1,704,958,778
FNSR	Finisar Corporation	\$1,065,482	\$1,174,788		\$1,589,164,570
TLAB	Tellabs, Inc.	\$2,600,264	\$3,289,032	\$3,224,009	\$1,565,354,942
LORL	Loral Space & Communications Inc.	\$7,100,305	\$3,162,602		\$1,538,435,629
VSAT	ViaSat, Inc.	\$2,036,080	\$4,626,430	\$4,474,539	\$1,403,312,459
PLT	Plantronics, Inc.	\$1,982,054	\$2,853,971		\$1,328,585,668

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Ametek, Inc., L-3 Communications Corporation, Anixter International, Inc., OfficeMax, Inc., Arrow Electronics, Inc., PC Connection, Inc., Expeditors International, Rockwell Automation, Global Payments Inc., Synnex Corp., Graphic Packaging Corporation, Tech Data Corporation, Imation Corp., United Stationers Inc., Ingram Micro Inc., UTI Worldwide, Insight Enterprises, Inc., W.W. Grainger, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Richard W. Roedel	Chairman	62	Male	10	Outside Related
Eliza Hermann	Member	50	Female	9	Outside
Jerre L. Stead	Member	69	Male	12	Outside Related