#### BEAR STEARNS COMPANIES INC

Form 4 June 02, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* FARBER JEFFREY M

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

BEAR STEARNS COMPANIES INC [BSC]

(Check all applicable)

Controller

below)

5. Relationship of Reporting Person(s) to

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

Director X\_ Officer (give title

10% Owner Other (specify

C/O BEAR, STEARNS & CO. INC., 383 MADISON AVENUE

(Street)

(State)

05/30/2008

4. If Amendment, Date Original

D

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

05/30/2008

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NEW YORK, NY 10179

(City)

Common

Stock

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

(A) or

Transaction(s) (Instr. 3 and 4)

Code V Amount Price (D)

0 3,911 D <u>(1)</u> D

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securition (Instr. 3 and 4)	
				Code V (	A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
CAP Units (2002)	(2)	05/30/2008		D	17	11/30/2007	11/30/2007(3)	Common Stock	17
CAP Units (2003)	(2)	05/30/2008		D	2,492	11/30/2008	11/30/2008(3)	Common Stock	2,49
CAP Units (2004)	(2)	05/30/2008		D	3,299	11/30/2009	11/30/2009(6)	Common Stock	3,29
CAP Units (2005)	(2)	05/30/2008		D	3,617	11/30/2010	11/30/2010(6)	Common Stock	3,61
CAP Units (2006)	(2)	05/30/2008		D	4,568	11/30/2011	11/30/2011(6)	Common Stock	4,56
CAP Units 2007	(2)	05/30/2008		D	13,341	11/30/2007	11/30/2012(6)	Common Stock	13,3
Emp. Stock Option (Right to Buy)	\$ 73.75	05/30/2008		D	3,559	12/15/2006	12/15/2013	Common Stock	3,55
Emp. Stock Option (Rt. to Buy)	\$ 116.5	05/30/2008		D	3,931	12/22/2005	12/22/2015	Common Stock	3,93
Emp. Stock Option (rt. to buy)	\$ 165.32	05/30/2008		D	2,646	12/20/2006	12/20/2016	Common Stock	2,64
Employee Stock Option (Right to Buy)	\$ 49.63	05/30/2008		D	2,719	12/11/2003	12/11/2010	Common Stock	2,71
Employee Stock Option (Right to	\$ 56.88	05/30/2008		D	2,907	12/17/2004	12/17/2011	Common Stock	2,90

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Buy)								
Employee Stock Option (Right to Buy)	\$ 64	05/30/2008	D	3,000	11/30/2005	11/30/2012	Common Stock	3,00
Employee Stock Option (Right to Buy)	\$ 102.65	05/30/2008	D	3,707	12/28/2004	12/28/2014	Common Stock	3,70

## **Reporting Owners**

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

FARBER JEFFREY M C/O BEAR, STEARNS & CO. INC. 383 MADISON AVENUE NEW YORK, NY 10179

Controller

## **Signatures**

/s/ Farber, 06/02/2008 Jeffrey M.

\*\*Signature of Date
Reporting Person

# **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) Disposed of pursuant to the merger agreement between issuer and JPMorgan Chase & Co. in exchange for 850 shares of JPMorgan Chase common stock having a market value of \$9.35 per share on the effective date of the merger.
- (2) This type of derivative security typically does not have a conversion or exercise price
- (3) The shares of common stock underlying the CAP Units will be distributed on or about 11/30/2008
- (4) The CAP Units were converted in the merger into 3 CAP Units of JPMorgan Chase.
- (5) The CAP Units were converted in the merger into 542 CAP Units of JPMorgan Chase.
- (6) In connection with the merger, the deferral period for the CAP Units will be accelerated and the shares of common stock underlying the CAP Units will be distributed on or about 1/15/2009.
- (7) The CAP Units were converted in the merger into 717 CAP Units of JPMorgan Chase.
- (8) The CAP Units were converted in the merger into 786 CAP Units of JPMorgan Chase.
- (9) The CAP Units were converted in the merger into 993 CAP Units of JPMorgan Chase.
- (10) The CAP Units were converted in the merger into 2,902 CAP Units of JPMorgan Chase.
- (11) This option was converted in the merger into an option to purchase 774 shares of JPMorgan Chase common stock for \$339.03 per share.
- (12) This option was converted in the merger into an option to purchase 855 shares of JPMorgan Chase common stock for \$535.56 per share.

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- (13) This option was converted in the merger into an option to purchase 575 shares of JPMorgan Chase common stock for \$759.99 per share.
- (14) This option was converted in the merger into an option to purchase 591 shares of JPMorgan Chase common stock for \$228.13 per share.
- (15) This option was converted in the merger into an option to purchase 632 shares of JPMorgan Chase common stock for \$261.48 per share.
- (16) This option was converted in the merger into an option to purchase 652 shares of JPMorgan Chase common stock for \$294.21 per share.
- (17) This option was converted in the merger into an option to purchase 806 shares of JPMorgan Chase common stock for \$471.89 per share. 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.