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BEAR STEARNS COMPANIES INC

Form 424B3 March 23, 2001

> PRICING SUPPLEMENT NO. 28 Rule 424(b)(3) DATED: March 22, 2001 File No. 333-52902 (To Prospectus dated January 11, 2001, and Prospectus Supplement dated January 11, 2001) \$9,015,893,162 THE BEAR STEARNS COMPANIES INC. MEDIUM-TERM NOTES, SERIES B Principal Amount: Floating Rate Notes [x] Book Entry Notes [x] \$375,000,000 Original Issue Date: Fixed Rate Notes [] Certificated Notes [] 3/29/2001 Maturity Date: 3/28/2002 CUSIP#: 073928TK9 Option to Extend Maturity: No [x] Yes [] Final Maturity Date: Redemption Repayment Repayment Redeemable On Price(s) Date(s) Price(s) N/A N/A N/A N/A Applicable Only to Fixed Rate Notes: Interest Rate: Interest Payment Dates: Applicable Only to Floating Rate Notes: _____ Interest Rate Basis: Maximum Interest Rate: N/A [] Commercial Paper Rate Minimum Interest Rate: N/A [] Federal Funds Rate Interest Reset Date(s): *

[x] LIBOR Telerate

[] Treasury Rate

[] LIBOR Reuters

[] CMT Rate

[] Prime Rate

Initial Interest Rate: TBA% Interest Payment Period: Monthly

Interest Reset Period: Monthly

Interest Payment Date(s): **

Index Maturity: One Month

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Spread (plus or minus): + 0.08%

- * On the 28th of each month prior to Maturity.
- ** On the 28th of each month and at Maturity.

The distribution of Notes will conform to the requirements set forth in Rule 2720 of the NASD Conduct Rules.