

BEAR STEARNS COMPANIES INC  
 Form 4  
 June 02, 2008

**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 \*  
**GLICKMAN CARL D**

2. Issuer Name and Ticker or Trading Symbol  
**BEAR STEARNS COMPANIES INC [BSC]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**1140 LEADER BUILDING, 526 SUPERIOR AVENUE EAST**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/30/2008**

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

**CLEVELAND, OH 44114**

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 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

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)**

1. Title of Derivative Security	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of Derivative	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Security
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(Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Emp. Dir. Restr. Stock Units	<u>(1)</u>	05/30/2008	D			517	09/30/2004	09/30/2004	Common Stock	5
non-emp. dir. restr. stock units	<u>(1)</u>	05/30/2008	D			701	10/07/2005	10/07/2005	Common Stock	70
Non-Emp. Dir. Restricted Stock Units	<u>(1)</u>	05/30/2008	D			483	10/11/2006	10/11/2006	Common Stock	48
non-emp. dir. restricted stock units	<u>(1)</u>	05/30/2008	D			506	10/18/2007	10/18/2007	Common Stock	50
non-emp. dir. stock options (rt to buy)	\$ 157.02	05/30/2008	D			1,200	10/18/2007	04/18/2017	Common Stock	1,200
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 87.68	05/30/2008	D			1,492	09/30/2004	03/31/2014	Common Stock	1,492
non-emp. dir. stock options (rt. to buy)	\$ 99.07	05/30/2008	D			2,043	10/07/2005	04/07/2015	Common Stock	2,043
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 142.37	05/30/2008	D			1,422	10/11/2006	04/11/2016	Common Stock	1,422
Non-Employee Director Restricted Stock Units	<u>(1)</u>	05/30/2008	D			669	09/26/2003	09/26/2003	Common Stock	669
Non-Employee Director Stock Option	\$ 41.5	05/30/2008	D			3,000	03/29/2001	03/15/2010	Common Stock	3,000
Non-Employee Director Stock Option	\$ 45.74	05/30/2008	D			3,000	03/30/2001	03/30/2011	Common Stock	3,000

Non-Employee Director Stock Option (right to buy)	\$ 62.15	05/30/2008	D	2,051	09/27/2002	03/27/2012	Common Stock	2,0
Non-Employee Director Stock Option (Right to Buy)	\$ 66.7	05/30/2008	D	1,911	09/26/2003	03/27/2013	Common Stock	1,9

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GLICKMAN CARL D 1140 LEADER BUILDING 526 SUPERIOR AVENUE EAST CLEVELAND, OH 44114	X			

## Signatures

/s/ Glickman,  
Carl D. 06/02/2008

\_\_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) This type of derivative security typically does not have a conversion or exercise price
- (2) The Restricted Stock Units were converted in the merger into 112 Restricted Stock Units of JPMorgan Chase.
- (3) The Restricted Stock Units were converted in the merger into 152 Restricted Stock Units of JPMorgan Chase.
- (4) The Restricted Stock Units were converted in the merger into 105 Restricted Stock Units of JPMorgan Chase.
- (5) The Restricted Stock Units were converted in the merger into 109 Restricted Stock Units of JPMorgan Chase.
- (6) This option was converted in the merger into an option to purchase 261 shares of JPMorgan Chase common stock for \$721.83 per share.
- (7) This option was converted in the merger into an option to purchase 324 shares of JPMorgan Chase common stock for \$403.07 per share.
- (8) This option was converted in the merger into an option to purchase 444 shares of JPMorgan Chase common stock for \$455.45 per share.
- (9) This option was converted in the merger into an option to purchase 309 shares of JPMorgan Chase common stock for \$654.48 per share.
- (10) The Restricted Stock Units were converted in the merger into 145 Restricted Stock Units of JPMorgan Chase.
- (11) This option was converted in the merger into an option to purchase 652 shares of JPMorgan Chase common stock for \$190.78 per share.
- (12) This option was converted in the merger into an option to purchase 652 shares of JPMorgan Chase common stock for \$210.27 per share.
- (13) This option was converted in the merger into an option to purchase 446 shares of JPMorgan Chase common stock for \$285.71 per share.
- (14) This option was converted in the merger into an option to purchase 415 shares of JPMorgan Chase common stock for \$306.61 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.