

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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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 *
 SALERNO FREDERIC V

(Last) (First) (Middle)

C/O VERIZON COMMUNICATIONS, 400 WESTCHESTER AVENUE, 2ND FLR.

(Street)

WHITE PLAINS, NY 10604

(City) (State) (Zip)

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

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

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) Price			
Common Stock	05/30/2008		D	1,157 D <u>1</u> 0		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)

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

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 Security (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
Non-Emp. Dir. Restr. Stock Units	(2)	05/30/2008		D	517	09/30/2004	09/30/2004	Common Stock	5
non-emp. dir. restr. stock units	(2)	05/30/2008		D	701	10/07/2005	10/07/2005	Common Stock	70
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	2,051
Non-Employee Director Stock Option (Right to Buy)	\$ 66.7	05/30/2008		D	1,911	09/26/2003	03/27/2013	Common Stock	1,911
Non-Employee Director Stock Options (right to buy)	\$ 60.05	05/30/2008		D	312	11/30/2002	05/31/2012	Common Stock	312
Non-Employee Director Stock Options (Right to buy)	\$ 63.93	05/30/2008		D	293	02/28/2003	08/31/2012	Common Stock	293
Non-Employee Director Stock Options (Right to Buy)	\$ 64	05/30/2008		D	292	05/30/2003	11/30/2012	Common Stock	292

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to buy)

Non-Employee Director Stock Options (right to buy)	\$ 62.64	05/30/2008	D	299	08/28/2003	02/28/2013	Common Stock	29
Non-Emp. Dir. Restricted Stock Units	<u>(2)</u>	05/30/2008	D	483	10/11/2006	10/11/2006	Common Stock	48
non-emp. dir. restricted stock units	<u>(2)</u>	05/30/2008	D	506	10/18/2007	10/18/2007	Common Stock	50
Non-emp. dir. stock options (rt to buy)	\$ 99.04	05/30/2008	D	189	11/30/2005	05/31/2015	Common Stock	18
non-emp. dir. stock options (rt to buy)	\$ 157.02	05/30/2008	D	1,200	10/18/2007	04/18/2017	Common Stock	1,20
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 77.27	05/30/2008	D	242	11/30/2003	05/31/2013	Common Stock	24
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 69.98	05/30/2008	D	267	03/01/2004	08/29/2013	Common Stock	26
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 72.46	05/30/2008	D	258	05/28/2004	11/28/2013	Common Stock	25
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 87.84	05/30/2008	D	213	08/27/2004	02/27/2014	Common Stock	21
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 87.68	05/30/2008	D	1,492	09/30/2004	03/31/2014	Common Stock	1,4
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 81.06	05/30/2008	D	231	11/28/2004	05/28/2014	Common Stock	23
Non-Emp. Dir. Stock Options (rt. to buy)	\$ 87.92	05/30/2008	D	213	02/28/2005	08/31/2014	Common Stock	21
Non-Emp. Dir. Stock Options (rt. to buy)	\$ 97.58	05/30/2008	D	192	05/31/2005	11/30/2014	Common Stock	19
Non-Emp. Dir. Stock Options (rt. to buy)	\$ 99.5	05/30/2008	D	188	08/28/2005	02/28/2015	Common Stock	18

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non-emp. dir. stock options (rt. to buy)	\$ 99.07	05/30/2008	D	2,043	10/07/2005	04/07/2015	Common Stock	2,0
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 100.5	05/30/2008	D	186	02/28/2006	08/31/2015	Common Stock	186
Non-Emp. Dir. Stock Options (Rt. to buy)	\$ 110.99	05/30/2008	D	168	05/31/2006	11/30/2015	Common Stock	168
Non-Emp. Dir. Stock Options (Rt. to Buy)	\$ 134.44	05/30/2008	D	139	08/26/2006	02/28/2016	Common Stock	139
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-Emp. Dir. Stock Options (rt. to buy)	\$ 133.75	05/30/2008	D	140	11/30/2006	05/31/2016	Common Stock	140
Non-Employee Director Restricted Stock Units	(2)	05/30/2008	D	669	09/26/2003	09/26/2003	Common Stock	669

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SALERNO FREDERIC V C/O VERIZON COMMUNICATIONS 400 WESTCHESTER AVENUE, 2ND FLR. WHITE PLAINS, NY 10604	X			

Signatures

/s/ Salerno,
Frederic V. 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) Disposed of pursuant to the merger agreement between issuer and JPMorgan Chase & Co. in exchange for 251 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 Restricted Stock Units were converted in the merger into 112 Restricted Stock Units of JPMorgan Chase.

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- (4) The Restricted Stock Units were converted in the merger into 152 Restricted Stock Units of JPMorgan Chase.
- (5) The Restricted Stock Units were converted in the merger into 105 Restricted Stock Units of JPMorgan Chase.
- (6) The Restricted Stock Units were converted in the merger into 109 Restricted Stock Units of JPMorgan Chase.
- (7) This option was converted in the merger into an option to purchase 41 shares of JPMorgan Chase common stock for \$455.29 per share.
- (8) This option was converted in the merger into an option to purchase 261 shares of JPMorgan Chase common stock for \$721.83 per share.
- (9) This option was converted in the merger into an option to purchase 52 shares of JPMorgan Chase common stock for \$355.22 per share.
- (10) This option was converted in the merger into an option to purchase 58 shares of JPMorgan Chase common stock for \$321.70 per share.
- (11) This option was converted in the merger into an option to purchase 56 shares of JPMorgan Chase common stock for \$333.10 per share.
- (12) This option was converted in the merger into an option to purchase 46 shares of JPMorgan Chase common stock for \$403.81 per share.
- (13) This option was converted in the merger into an option to purchase 324 shares of JPMorgan Chase common stock for \$403.07 per share.
- (14) This option was converted in the merger into an option to purchase 50 shares of JPMorgan Chase common stock for \$372.64 per share.
- (15) This option was converted in the merger into an option to purchase 46 shares of JPMorgan Chase common stock for \$404.17 per share.
- (16) This option was converted in the merger into an option to purchase 41 shares of JPMorgan Chase common stock for \$448.58 per share.
- (17) This option was converted in the merger into an option to purchase 40 shares of JPMorgan Chase common stock for \$457.41 per share.
- (18) This option was converted in the merger into an option to purchase 444 shares of JPMorgan Chase common stock for \$455.45 per share.
- (19) This option was converted in the merger into an option to purchase 40 shares of JPMorgan Chase common stock for \$462.01 per share.
- (20) This option was converted in the merger into an option to purchase 36 shares of JPMorgan Chase common stock for \$510.23 per share.
- (21) This option was converted in the merger into an option to purchase 30 shares of JPMorgan Chase common stock for \$618.03 per share.
- (22) This option was converted in the merger into an option to purchase 309 shares of JPMorgan Chase common stock for \$654.48 per share.
- (23) This option was converted in the merger into an option to purchase 30 shares of JPMorgan Chase common stock for \$614.86 per share.
- (24) The Restricted Stock Units were converted in the merger into 145 Restricted Stock Units of JPMorgan Chase.
- (25) This option was converted in the merger into an option to purchase 652 shares of JPMorgan Chase common stock for \$190.78 per share.
- (26) This option was converted in the merger into an option to purchase 652 shares of JPMorgan Chase common stock for \$210.27 per share.
- (27) This option was converted in the merger into an option to purchase 446 shares of JPMorgan Chase common stock for \$285.71 per share.
- (28) This option was converted in the merger into an option to purchase 415 shares of JPMorgan Chase common stock for \$306.61 per share.
- (29) This option was converted in the merger into an option to purchase 67 shares of JPMorgan Chase common stock for \$276.05 per share.
- (30) This option was converted in the merger into an option to purchase 63 shares of JPMorgan Chase common stock for \$293.89 per share.
- (31) This option was converted in the merger into an option to purchase 63 shares of JPMorgan Chase common stock for \$294.21 per share.
- (32) This option was converted in the merger into an option to purchase 65 shares of JPMorgan Chase common stock for \$287.96 per share.

Remarks:

Form 1 of 2

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.