

BEAR STEARNS COMPANIES INC  
 Form 4/A  
 March 11, 2005

**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 \*  
 LEHMAN MARK E

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

3. Date of Earliest Transaction (Month/Day/Year)  
 02/14/2005

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

NEW YORK, NY 10179

4. If Amendment, Date Original Filed(Month/Day/Year)  
 02/16/2005

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 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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (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 |
| CAP Units (1999)    | <u>(1)</u>                               | 02/14/2005           | <u>A(2)</u>     |   | 4,921            |       | 11/30/2004       | 11/30/2004      | Common Stock | 4,921                      |
| CAP Units (1999)    | <u>(1)</u>                               | 02/14/2005           | <u>J(3)</u>     |   |                  | 2,460 | 11/30/2004       | 11/30/2004      | Common Stock | 2,460                      |
| CAP Units (2000)    | <u>(1)</u>                               | 02/14/2005           | <u>A(2)</u>     |   | 4,543            |       | 11/30/2005       | 11/30/2005      | Common Stock | 4,543                      |
| CAP Units (2000)    | <u>(1)</u>                               | 02/14/2005           | <u>J(3)</u>     |   |                  | 2,271 | 11/30/2005       | 11/30/2005      | Common Stock | 2,271                      |
| CAP Units (2001)    | <u>(1)</u>                               | 02/14/2005           | <u>A(2)</u>     |   | 614              |       | 11/30/2006       | 11/30/2006      | Common Stock | 614                        |
| CAP Units (2001)    | <u>(1)</u>                               | 02/14/2005           | <u>J(3)</u>     |   |                  | 307   | 11/30/2006       | 11/30/2006      | Common Stock | 307                        |
| CAP Units (2002)    | <u>(1)</u>                               | 02/14/2005           | <u>A(2)</u>     |   | 1,939            |       | 11/30/2007       | 11/30/2007      | Common Stock | 1,939                      |
| CAP Units (2002)    | <u>(1)</u>                               | 02/14/2005           | <u>J(3)</u>     |   |                  | 969   | 11/30/2007       | 11/30/2007      | Common Stock | 969                        |
| CAP Units 2003      | <u>(1)</u>                               | 02/14/2005           | <u>A(2)</u>     |   | 2,103            |       | 11/30/2008       | 11/30/2008      | Common Stock | 2,103                      |
| CAP Units 2003      | <u>(1)</u>                               | 02/14/2005           | <u>J(3)</u>     |   |                  | 1,051 | 11/30/2008       | 11/30/2008      | Common Stock | 1,051                      |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

