

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 *
HARRINGTON DONALD J

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)

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

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

C/O ST. JOHNS UNIVERSITY, 8000 UTOPIA PARKWAY

(Street)

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

JAMAICA, NY 11439

(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 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	56 D 11 0		D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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. 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)	8. Amount or Number of Shares
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	7
Non-Emp. Dir. Restricted Stock Units	(2)	05/30/2008		D	483	10/11/2006 10/11/2006	Common Stock	4
non-emp. dir. restricted stock units	(2)	05/30/2008		D	506	10/18/2007 10/18/2007	Common Stock	5
non-emp. dir. stock options (rt to buy)	\$ 157.02	05/30/2008		D	1,200	10/18/2007 04/18/2017	Common Stock	1,2
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)	\$ 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)	\$ 142.37	05/30/2008		D	1,422	10/11/2006 04/11/2016	Common Stock	1,4
Non-Employee Director Restricted Stock Units	(2)	05/30/2008		D	359	09/26/2003 09/26/2003	Common Stock	3
Non-Employee Director Stock Option (right to buy)	\$ 62.15	05/30/2008		D	1,051	09/27/2002 03/27/2012	Common Stock	1,0
	\$ 66.7	05/30/2008		D	1,911	09/26/2003 03/27/2013		1,9

