BEAR STEARNS COMPANIES INC

Form 4

March 28, 2003

SEC Form 4

| FORM 4 | ED STATES | S SECURITI COMMISS | OMB APPROVAL | | | | | | |
|--|---|--|--|-----------------|---|---|--|---|---|
| [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). | | Washington, D.C. 20549 MENT OF CHANGES IN BENEFICIAL OWNERSHIP Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility | | | | | OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5 | | |
| | Holding Compa | any Act of 1935 | or Section 30(f) of | the Investi | nent Company Ac | et of 1940 | | | |
| Name and Address of Reporting Nickell, Frank T. | Issuer Name and Ticker or Trading Symbol | | 4. Statement for (Month/Year) | | 6. Relation Issuer | telationship of Reporting Person(s) to ter (Check all applicable) | | | |
| (Last) (First) c/o Kelso & Company 320 Park Avenue, 24th floor | (Middle) | The Bear Stearns Companies Inc. BSC | | August 31, 2002 | | X Owner | X Director10% Owner Officer | | |
| (Street) New York, NY 10022 | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | 5. If Amendment, Date of Original (Month/Year) | | Other Officer/Other Description 7. Individual or Joint/Group Filing (Check Applicable Line) X Individual Filing Joint/Group Filing | | | | |
| (City) (State) U.S.A. | | | | | | | | | |
| Table I - Non-Derivative Secu | _ | _ | | • | | | | | 1 |
| , | nsaction Date onth/Day/Year) | 3. Transaction Code and Voluntary Code (Instr. 8) | 4. Securities Acqu Disposed (D) Of (Instr. 3, 4, and Amount | 5) A/D | 5. Amount of Securities Beneficially Owned at End ofMonth (Instr. 3 and | or Indi |) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Pamindar: Paport on a caparata li | | | | | | | | | |

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

(over) SEC 1474 (3-99)

Nickell, Frank T. - August 2002

Form 4 (continued)

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | |
|--|----------------------|---|--|--------------------------|--------------------------------|--------------------------|------------------------|----------------------------|-----------------|-------------------------|
| 1. Title of Derivative | 2. Conversion or | T | | | 6. Date Exercisable(DE) and | | 8. Price of | | 10. Owner- | 11. Nature of Indirect |
| Security (Instr. 3) | Exercise Price of | | | Derivative Securities | Expiration Date(ED) | Underlying Securities | Derivative Security | Securities Beneficially | ship Form of | Beneficial Ownership |

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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| | Derivative Security | (Month/ Day/ Year) | Voluntary (V) Code (Instr.8) | Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5) | | (Instr. 3 and 4) | (Instr.5) | at End of Month (Instr.4) | Derivative Security: Direct (D) or Indirect (I) | (Instr.4) |
|---|------------------------|--------------------------|------------------------------|--|-------------|-----------------------|-----------|---------------------------------|---|-----------|
| | | | Code V | | (DE) (ED) | | | | | |
| Non-Employee Director Stock Options (Right to buy) | | 08/31/2002 | Al | (A) 293 | | Common Stock - 293 | | 293 | D | |
| | | | | | | | | | | |

Explanation of Responses:

| ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. | By: Frank T. Nickell | | | | | |
|---|----------------------------------|--|--|--|--|--|
| See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). | | | | | | |
| see 18 U.S.C. 1001 and 13 U.S.C. 7811(a). | ** Signature of Reporting Person | | | | | |
| | Date | | | | | |
| Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, | Power of Attorney | | | | | |
| See Instruction 6 for procedure. | Page 2 | | | | | |
| | SEC 1474 (3-99) | | | | | |
| 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. | | | | | | |