

BEAR STEARNS COMPANIES INC
Form 3
April 15, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â J P MORGAN CHASE & CO | | | (Month/Day/Year) | BEAR STEARNS COMPANIES INC [BSC] | |
| (Last) | (First) | (Middle) | 04/07/2008 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 270 PARK AVENUE | | | | (Check all applicable) | |
| (Street) | | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| NEW YORK,Â NYÂ 10017 | | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | | (give title below) | (specify below) |
| | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock | 15,124,114 | D ⁽¹⁾ | Â |

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

SEC 1473 (7-02)

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.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------------------|-------------------------------------------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------------------------------|------------|------------|--------------|---------|--------|-------------------|-------------------------|
| Options to Buy Common Stock | 04/07/2008 | 04/19/2008 | Common Stock | 50,000 | \$ 105 | I | See footnote <u>(2)</u> |
| Options to Buy Common Stock | 04/07/2008 | 07/18/2008 | Common Stock | 188,000 | \$ 100 | I | See footnote <u>(2)</u> |
| Options to Buy Common Stock | 04/07/2008 | 07/18/2008 | Common Stock | 19,800 | \$ 110 | I | See footnote <u>(2)</u> |
| Options to Buy Common Stock | 04/07/2008 | 04/19/2008 | Common Stock | 250,000 | \$ 65 | I | See footnote <u>(2)</u> |
| Options to Buy Common Stock | 04/07/2008 | 07/18/2008 | Common Stock | 270,300 | \$ 75 | I | See footnote <u>(2)</u> |
| Options to Buy Common Stock | 04/07/2008 | 01/16/2009 | Common Stock | 159,200 | \$ 80 | I | See footnote <u>(2)</u> |
| Options to Buy Common Stock | 04/07/2008 | 07/18/2008 | Common Stock | 48,000 | \$ 85 | I | See footnote <u>(2)</u> |
| Options to Buy Common Stock | 04/07/2008 | 07/18/2008 | Common Stock | 45,700 | \$ 90 | I | See footnote <u>(2)</u> |
| Options to Buy Common Stock | 04/07/2008 | 04/19/2008 | Common Stock | 26,800 | \$ 85 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock (Short Position) | 04/07/2008 | 01/15/2010 | Common Stock | 23,900 | \$ 60 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock (Short Position) | 04/07/2008 | 01/16/2009 | Common Stock | 97,500 | \$ 10 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock (Short Position) | 04/07/2008 | 01/15/2010 | Common Stock | 21,400 | \$ 100 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock (Short Position) | 04/07/2008 | 01/15/2010 | Common Stock | 2,400 | \$ 120 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock (Short Position) | 04/07/2008 | 01/16/2009 | Common Stock | 1,200 | \$ 95 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock (Short Position) | 04/07/2008 | 01/16/2009 | Common Stock | 9,800 | \$ 100 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock (Short Position) | 04/07/2008 | 01/16/2009 | Common Stock | 25,000 | \$ 70 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock | 04/07/2008 | 04/19/2008 | Common Stock | 95,000 | \$ 15 | I | See footnote <u>(2)</u> |
| Options to Sell Common Stock | 04/07/2008 | 01/17/2009 | Common Stock | 22,600 | \$ 70 | I | See footnote <u>(3)</u> |
| Options to Sell Common Stock | 04/07/2008 | 01/17/2009 | Common Stock | 10,000 | \$ 80 | I | See footnote <u>(3)</u> |
| | 04/07/2008 | 01/16/2010 | | 200,000 | \$ 30 | I | See footnote <u>(3)</u> |

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| Options to Sell Common Stock | | | Common Stock | | | | |
|----------------------------------------------|------------|------------|--------------|---------|--------|---|-----------------------------|
| Options to Sell Common Stock | 04/07/2008 | 01/16/2010 | Common Stock | 70,000 | \$ 50 | I | See footnote ⁽³⁾ |
| Options to Sell Common Stock | 04/07/2008 | 01/17/2009 | Common Stock | 35,000 | \$ 100 | I | See footnote ⁽³⁾ |
| Options to Sell Common Stock | 04/07/2008 | 04/19/2008 | Common Stock | 3,200 | \$ 70 | I | See footnote ⁽³⁾ |
| Options to Buy Common Stock (Short Position) | 04/07/2008 | 01/16/2010 | Common Stock | 168,900 | \$ 110 | I | See footnote ⁽²⁾ |
| Options to Buy Common Stock (Short Position) | 04/07/2008 | 01/17/2009 | Common Stock | 590,700 | \$ 100 | I | See footnote ⁽²⁾ |
| Options to Buy Common Stock (Short Position) | 04/07/2008 | 01/17/2009 | Common Stock | 205,600 | \$ 105 | I | See footnote ⁽²⁾ |
| Options to Buy Common Stock (Short Position) | 04/07/2008 | 01/17/2009 | Common Stock | 608,500 | \$ 110 | I | See footnote ⁽²⁾ |
| Options to Buy Common Stock (Short Position) | 04/07/2008 | 01/16/2010 | Common Stock | 50,000 | \$ 150 | I | See footnote ⁽³⁾ |
| Options to Buy Common Stock (Short Position) | 04/07/2008 | 01/17/2009 | Common Stock | 20,000 | \$ 95 | I | See footnote ⁽³⁾ |
| Options to Buy Common Stock (Short Position) | 04/07/2008 | 01/17/2009 | Common Stock | 25,000 | \$ 100 | I | See footnote ⁽³⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| J P MORGAN CHASE & CO 270 PARK AVENUE NEW YORK, NY 10017 | Â | Â X | Â | Â |

Signatures

/s/ Anthony J. Horan 04/15/2008

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes the indirect beneficial ownership of 300 shares owned by J. P. Morgan Ventures Corporation, 415,768 shares owned by J. P. Morgan Whitefriars Inc. and 1,652 shares owned by J. P. Morgan Securities Inc., all wholly owned subsidiaries of the Reporting Person.
- (2) Beneficial ownership of this position is held by J.P. Morgan Securities Inc., a wholly owned subsidiary of the Reporting Person.
- (3) Beneficial ownership of this position is held by J.P. Morgan Whitefriars, a wholly owned subsidiary of the Reporting Person.

^

Remarks:

This Form 3 is the first of two Form 3s being filed to reflect Reporting Person's initial beneficial

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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