

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

Filing Date: **1994-01-11**
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FILER

BEAR STEARNS COMPANIES INC

CIK: **777001** | IRS No.: **133286161** | State of Incorporation: **DE** | Fiscal Year End: **0630**
Type: **424B3** | Act: **33** | File No.: **033-51733** | Film No.: **94500966**
SIC: **6211** Security brokers, dealers & flotation companies

Business Address
245 PARK AVE
NEW YORK NY 10167
2122722000

PRICING SUPPLEMENT NO. 2

Rule 424(b) (3)

DATED: January 7, 1994

File No. 33-51733

(To Prospectus dated January 7, 1994

and Prospectus Supplement dated January 7, 1994)

\$1,500,945,000

THE BEAR STEARNS COMPANIES INC.

MEDIUM-TERM NOTES, SERIES B

WITH MINIMUM MATURITY OF NINE MONTHS FROM DATE OF ISSUE

Principal Amount:	Floating Rate Notes	Book Entry Notes
\$30,000,000	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Original Issue Date:	Fixed Rate Notes	Certificated Notes
1/11/94	<input type="checkbox"/>	<input type="checkbox"/>

Maturity Date: 2/6/95

Option to Extend Maturity: No

Yes Final Maturity Date:

Redeemable On	Redemption Price(s)	Optional Repayment Date(s)	Optional Repayment Price(s)
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N/A	N/A	N/A	N/A

Applicable Only to Fixed Rate Notes:

Interest Rate:

Applicable Only to Floating Rate Notes:

Interest Rate Basis:

Maximum Interest Rate: N/A

Commercial Paper Rate

Minimum Interest Rate: N/A

Federal Funds Rate

Interest Reset Date(s): *

Treasury Rate

Interest Reset Period: Quarterly

LIBOR

Interest Payment Date(s): **

[_] Prime Rate

Initial Interest Rate: 3.4125%

Interest Payment Period: Quarterly

Index Maturity: Three Months

Spread (plus or minus): +.10%

* 4/1/94, 7/1/94, 9/30/94 and 12/30/94.

** 4/1/94, 7/1/94, 9/30/94, 12/30/94 and 2/6/95.

The distribution of Notes will conform to the requirements set forth in the applicable sections of Schedule E to the By-laws of the National Association of Securities Dealers, Inc.