

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

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

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FILER

BEAR STEARNS COMPANIES INC

CIK: **777001** | IRS No.: **133286161** | State of Incorporation: **DE** | Fiscal Year End: **1130**
Type: **424B3** | Act: **33** | File No.: **333-52902** | Film No.: **1524057**
SIC: **6211** Security brokers, dealers & flotation companies

Business Address
245 PARK AVE
NEW YORK NY 10167
2122722000

[] Prime Rate

[] CMT Rate

Initial Interest Rate:

Interest Payment Period:

Index Maturity:

Spread (plus or minus):

* Commencing February 26, 2004 and on the interest payment dates thereafter until Maturity, the Notes may be called in whole at par at the option of the Company on eight calendar days notice.

** Commencing August 26, 2001 and on the 26th of each February and August thereafter until Maturity or until the Notes are called.

The distribution of Notes will conform to the requirements set forth in Rule 2720 of the NASD Conduct Rules.