#### BEAR STEARNS COMPANIES INC

Form 4

March 27, 2003

SEC Form 4

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION					ON	MB APPROVAL		
[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).		MENT OF CHANGES IN BENEFICIAL OWNERSHIP  [Fig. 1]					Expires: J Estimated	mber: 3235-0287 anuary 31, 2005 average burden response 0.5	
	Holding Comp	any Act of 1935	or Section 30(f) of	•	ent Company Act	of 1940			
Name and Address of Reporting Person*  Lehman, Mark E.		1		Statement for (Month/Year)			elationship of Reporting Person(s) to		
(Last) (First) (Middle) c/o Bear, Stearns & Co. Inc. 383 Madison Avenue		The Bear Stearns Companies Inc. BSC		March 25, 2003		Owner	X Officer		
(Street) New York, NY 10179 (City) (State) (Zip)		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		Date of Original (Month/Year) Offic Desc		Other Officer/C			
U.S.A.						Filing $\mathbf{X}$ Indivi	dual or Joint/ (Check Appl idual Filing (Group Filing	licable Line)	
Table I - Non-Derivative Secu	rities Acquired, I	Disposed of, or I	Beneficially Owner	ed				_	
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)		3. Transaction Code and Voluntary Code (Instr. 8)  4. Securities Acqu Disposed (D) Of (Instr. 3, 4, and		Securities		sh Fo D or In	wner- nip orm: irect(D) c idirect (I) nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Code   V	Amount     Pric						
Common Stock 03/25/2	2003	MΙ	4,978   A	I			D		
Common Stock 03/25/	2003	SI	4,978   \$66.36	D   91	125,	691	D		
Common Stock						100	I	By Custodian For Child	
Common Stock					29,	764	I	By Trust	

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

(over)

SEC 1474 (3-99)

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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### Lehman, Mark E. - March 2003

# Form 4 (continued)

Table II			cquired, Disp		eneficially Owned curities)					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/ Year)	Transaction		6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
CAP Units (1997)	\$0.0000	03/25/2003	Al	(A) 4,978	11/30/2002   11/30/2002	Common Stock - 4,978			D	
CAP Units (1997)	\$0.0000	03/25/2003	M (1)	(D) 4,978	11/30/2002   11/30/2002	Common Stock - 4,978		0	D	

Explanation of Responses:

** Intentional misstatements or omissions of fact constitute Federal Criminal Violations.	By, Mark E. Lemman
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(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.	

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#### Form 4 (continued)

FOOTNOTE Descriptions for Tinc. B	-
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Mark E. Lehman c/o Bear, Stearns & Co. Inc. 383 Madison Avenue New York, NY 10179	

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### **Explanation of responses:**

(1) Settlement of CAP Units and distribution of common stock to Reporting Person pursuant to CAP Plan; exempt under Rule 16b-3.

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