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BEAR STEARNS COMPANIES INC
Form 8-K
October 28, 2003

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K
Current Report

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) October 21, 2003

THE BEAR STEARNS COMPANIES INC.

(Exact name of registrant as specified in its charter)

| | | |
|--|--------------------------|--|
| DELAWARE ----- | File No. 1-8989 ----- | 13-3286161 ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification Number) |

| | |
|---|----------------|
| 383 Madison Avenue, New York, New York ----- | 10179 ----- |
| (Address of principal executive offices) | (zip code) |

Registrant's telephone number, including area code: (212) 272-2000

Not Applicable

(former name or former address, if changed since last report)

Item 5. Other Events

Filed herewith are copies of:

- (a) Opinion of Cadwalader, Wickersham & Taft LLP as to legality of the 4.50% Global Notes due 2010 to be issued by the Company.
- (b) Opinion of Cadwalader, Wickersham & Taft LLP as to certain federal income tax consequences described in the Prospectus Supplement, dated October 21, 2003, to the Prospectus, dated April 24, 2003 included in the Registration Statement on Form S-3 filed by the Company (Registration No. 333-104455).

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(c) Consent of Cadwalader, Wickersham & Taft LLP.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(a) Financial Statements of Businesses Acquired:

Not applicable.

(b) Pro Forma Financial Information:

Not applicable.

(c) Exhibits:

The following exhibits are incorporated by reference into the Registration Statement on Form S-3 (Registration No. 333-104455) as exhibits to such Registration Statement:

- 5(a) Opinion of Cadwalader, Wickersham & Taft LLP as to legality of the 4.50% Global Notes due 2010 to be issued by the Company.
- 8(a) Opinion of Cadwalader, Wickersham & Taft LLP as to certain federal income tax consequences (Included in Exhibit 5(a)).
- 23(c) Consent of Cadwalader, Wickersham & Taft LLP (Included in Exhibit 5(a)).

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

THE BEAR STEARNS COMPANIES INC.

By: /s/ Marshall J Levinson

Marshall J Levinson
Controller
(Principal Accounting Officer)

Dated: October 28, 2003

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CURRENT REPORT

EXHIBIT INDEX

| Exhibit No. ----- | Description ----- |
|----------------------|--|
| 5(a) | Opinion of Cadwalader, Wickersham & Taft LLP as to legality of the 4.50% Global Notes due 2010 to be issued by The Bear Stearns Companies Inc. |
| 8(a) | Opinion of Cadwalader, Wickersham & Taft LLP as to certain federal income tax consequences (Included in Exhibit 5(a)). |
| 23(c) | Consent of Cadwalader, Wickersham & Taft LLP (Included in Exhibit 5(a)). |