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BEAR STEARNS COMPANIES INC

Form 424B3 September 24, 2004

PRICING SUPPLEMENT NO. 33A Rule 424(b)(3)
DATED: September 1, 2004 File No. 333-109793

(To Prospectus dated November 17, 2003,

and Prospectus Supplement dated November 17, 2003)

\$10,668,950,162
THE BEAR STEARNS COMPANIES INC.
Medium-Term Notes, Series B

Principal Amount: \$5,000,000 Floating Rate Notes [x] Book Entry Notes [x]

Original Issue Date: 9/24/2004 Fixed Rate Notes [] Certificated Notes []

Maturity Date: 9/24/2009 CUSIP#: 073928G72

Option to Extend Maturity: No [x]

Yes [] Final Maturity Date:

Minimum Denominations: \$100,000, increased in multiples of \$10,000

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

Applicable Only to Fixed Rate Notes:

Interest Rate:

Interest Payment Dates:

Applicable Only to Floating Rate Notes:

Interest Rate Basis: Maximum Interest Rate: N/A

[] Commercial Paper Rate Minimum Interest Rate: N/A

[] Federal Funds Effective Rate

[] Federal Funds Open Rate Interest Reset Date(s): *

[] Treasury Rate Interest Reset Period: Monthly

[] Prime Rate

[x] CMT Rate+ Multiplier: 0.715

Initial Interest Rate: 4.04% Interest Payment Period: Monthly

Index Maturity: Ten Years

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Spread (plus or minus): N/A

- * On the 24th of each month prior to Maturity.
- ** On the 24th of each month, including the maturity date.
- *** On the second Business Day prior to each Interest Reset Date.
- + The Interest Rate for each Interest Payment Period shall be determined by the Calculation Agent in accordance with the following formula:

(10 Year CMT Rate) x (Multiplier)

Where:

10 Year CMT Rate = the 10 Year CMT Rate displayed on CMT Telerate page 7051

Multiplier = 0.715

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

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