

Edgar Filing: BEAR STEARNS COMPANIES INC - Form 8-K

BEAR STEARNS COMPANIES INC  
Form 8-K  
January 24, 2005

UNITED STATES  
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): January 20, 2005  
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THE BEAR STEARNS COMPANIES INC.  
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(Exact name of registrant as specified in its charter)

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

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

Registrant's telephone number, including area code: (212) 272-2000  
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Not Applicable  
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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to  
simultaneously satisfy the filing obligation of the registrant under any of the  
following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR  
230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR  
240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange  
Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange  
Act (17 CFR 240.13e-4(c))

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Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The Bear Stearns Companies Inc. (the "Company") and Bear Stearns Bank p.l.c., a subsidiary of the Company ("BSB" and collectively with the Company, the "Issuers"), have increased to U.S.\$15,000,000,000 (from U.S.\$10,000,000,000) the aggregate principal amount available for issuance under their Euro-Dragon Medium Term Note Programme (the "Programme"), effective as of January 20, 2005. Under the Programme, each Issuer may from time to time issue unsecured notes (the "Notes"), including Notes which constitute long-term debt obligations (as defined in Item 303(a)(5)(ii)(A) of Regulation S-K), with such terms, including currency, principal amount, interest or payment basis and maturity, as agreed by such Issuer and the purchasers of such Notes at the time of sale.

Notes are issued under the Programme pursuant to Regulation S under the Securities Act of 1933, as amended (the "Securities Act"), to qualified institutional buyers (as defined in Rule 144A under the Securities Act) or to accredited investors (as defined in Rule 501(a)(1), (2), (3) or (7) under the Securities Act), are not registered under the Securities Act or any state securities law, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from the registration requirements of the Securities Act and any applicable state securities laws.

As of January 20, 2005, there is approximately U.S.\$10.3 billion (or its equivalent in other currencies) in principal amount of Notes outstanding under the Programme, leaving approximately U.S.\$4.7 billion available for issuance under the Programme.

### 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 hereunto duly authorized.

THE BEAR STEARNS COMPANIES INC.

By: /s/ Jeffrey M. Farber

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Jeffrey M. Farber  
Controller (Principal Accounting  
Officer)

Dated: January 24, 2005