

Edgar Filing: BEAR STEARNS COMPANIES INC - Form SC 13D/A

BEAR STEARNS COMPANIES INC
Form SC 13D/A
February 26, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(a)

(Amendment No. _____) (1)

Ecometry Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

27900H106

(CUSIP Number)

Allen B. Holeman, Bear, Stearns & Co. Inc.
115 South Jefferson Road, Whippany, NJ 07981
(973) 793-2202

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

February 21, 2001

(Date of Event which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

(Continued on following pages)
(Page 1 of Pages)

-
- (1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(SC13D-07/98)

CUSIP No. 27900H106 13D Page of Pages

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

The Bear Stearns Companies Inc.**
IRS # 13-3286161

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

WC, OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

NUMBER OF
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER

OWNED BY 762,450

EACH 9 SOLE DISPOSITIVE POWER

REPORTING 0

PERSON 10 SHARED DISPOSITIVE POWER

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WITH

762,450

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

762,450

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.11%

14 TYPE OF REPORTING PERSON*

HC

*SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Bear, Stearns & Co. Inc.**
IRS # 13-3299429

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

WC, OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

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NUMBER OF
SHARES 0

BENEFICIALLY OWNED BY EACH REPORTING PERSON

8 SHARED VOTING POWER

762,450

9 SOLE DISPOSITIVE POWER

0

PERSON WITH

10 SHARED DISPOSITIVE POWER

762,450

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6.11%

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.11%

14 TYPE OF REPORTING PERSON*

BD

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Schedule 13D Amendment No. 1

This statement constitutes Amendment No. 1 to the statement on Schedule 13D (the "Schedule 13D") filed with the Securities and Exchange Commission by Bear, Stearns & Co. Inc. ("Bear Stearns") with respect to its ownership of the Common Stock of Ecometry Corporation (the "Issuer").

Item 3: Source and Amount of Funds or Other Consideration

Not applicable

Item 5: Interest in Securities of the Issuer (as of 02/21/02)

(a) The responses of Bear Stearns to Rows (11) through (13) of the cover page of this Amendment No. 1 to Schedule 13D are

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incorporated herein by reference. To the best of Bear Stearns' knowledge, none of its executive officers or directors beneficially own any Common Stock of the Issuer.

- (b) The responses of Bear Stearns to Rows (7) through (10) of the cover page of this Amendment No. 1 to Schedule 13D are incorporated herein by reference.
- (c) Since the date of its initial filing on Schedule 13D, Bear Stearns has effected transactions in the Common Stock of the Issuer. Information concerning transactions in the Common Stock effected by Bear Stearns is set forth on Appendix I.
- (d) Not Applicable.
- (e) Through February 21, 2002, Bear Stearns purchased an additional 137,700 shares of Ecometry Corporation. Accordingly, Bear Stearns increased its beneficial ownership by more than one full percentage points of the Common Stock of the Issuer since the date of its initial filing.

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**Bear Stearns & Co. is a subsidiary of The Bear Stearns Companies Inc.

Signature:

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 25, 2002

(Date)

(Signature)

Steve Kraemer/Senior Managing Director

(Name/Title)

APPENDIX I

DIRECTORS AND EXECUTIVE OFFICERS OF BEAR, STEARNS & CO. INC.

| Name | Principal Occupation or Employment |
|----------------|---|
| James E. Cayne | Chairman of the Board, Chief Executive Officer and Director |

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| | |
|------------------------|--|
| Alan D. Schwartz | President, Co-Chief Operating Officer and Director |
| Warren J. Spector | President, Co-Chief Operating Officer and Director |
| Kenneth L. Edlow | Secretary |
| Michael Minikes | Treasurer and Director |
| Mark E. Lehman | Executive Vice President/General Counsel Chief Legal Officer and Director |
| Samuel L. Molinaro Jr. | Chief Financial Officer/Senior Vice President-Finance and Director |
| E. John Rosenwald Jr. | Vice-Chairman of the Board and Director |
| Michael L. Tarnopol | Vice-Chairman of the Board and Director |
| Denis A. Bovin | Director |
| Peter D. Cherasia | Director |
| Ralph R. Cioffi | Director |
| Barry J. Cohen | Director |
| Wendy L. de Monchaux | Director |
| Bruce E. Geismar | Director |
| John L. Knight | Director |
| David A. Liebowitz | Director |
| Richard R. Lindsey | Director |
| Bruce M. Lisman | Director |
| Roland N. Livney | Director |
| Jeffrey Mayer | Director |
| Donald R. Mullen Jr. | Director |
| Fares D. Noujaim | Director |
| Craig M. Overlander | Director |
| Stephen E. Raphael | Director |
| Robert M. Steinberg | Director |
| Donald W. Tang | Director |
| Michael J. Urfirer | Director |
| Eli Wachtel | Director |
| Uzi Zucker | Director |

John L. Knight's business address is One Canada Square London E16 5AD

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England. Michael J. Abatemarco is a citizen of the United States and his business address is One Metrotech Center North, Brooklyn, New York 11201. All other Directors and Executive Officers are citizens of the United States and their business address is 245 Park Avenue, New York, New York 10167. Bear Stearns & Co. Inc. is a wholly-owned subsidiary of the Bear Stearns Companies Inc. and of the persons named, all but John L. Knight hold similar office in the parent company.

APPENDIX II

Ecometry Corporation

Trading from 01/30/2002 through 02/21/2002
(Various Firm Accounts)

| | | |
|-------------------|---------------|------------------------------|
| ***** 02/21 ***** | | |
| 100 | ECOMETRY CORP | 2.7900 279.00 |
| 900 | ECOMETRY CORP | 2.7900 2,511.00 |
| 1,000 | ECOMETRY CORP | 2.7900 2,790.00 |
| 1,000 | ECOMETRY CORP | 2.7900 2,790.00 |
| 1,000 | ECOMETRY CORP | 2.7900 2,790.00 |
| 100 | ECOMETRY CORP | 2.7900 279.00 |
| 500 | ECOMETRY CORP | 2.7800 1,390.00 |
| 500 | ECOMETRY CORP | 2.7800 1,390.00 |
| 500 | ECOMETRY CORP | 2.7800 1,390.00 |
| 500 | ECOMETRY CORP | 2.7800 1,390.00 |
| 900 | ECOMETRY CORP | 2.7800 2,502.00 |
| 1,000 | ECOMETRY CORP | 2.7900 2,790.00 |
| 1,000 | ECOMETRY CORP | 2.7800 2,780.00 |
| 1,000 | ECOMETRY CORP | 2.7800 2,780.00 |
| 1,000 | ECOMETRY CORP | 2.7900 2,790.00 |
| 3,500 | ECOMETRY CORP | 2.7900 9,765.00 |
| 4,000 | ECOMETRY CORP | 2.7900 11,160.00 |
| 4,000 | ECOMETRY CORP | 2.7900 11,160.00 |
| 5,000 | ECOMETRY CORP | 2.7900 13,950.00 |
| 5,300 | ECOMETRY CORP | 2.7900 14,787.00 |
| 5,500 | ECOMETRY CORP | 2.7800 15,290.00 |
| 19,800- | ECOMETRY CORP | 2.7873 55,187.71- |
| 9,900 | ECOMETRY CORP | 2.7873 27,594.27 |
| 9,900 | ECOMETRY CORP | 2.7873 27,594.27 |
| ***** 02/20 ***** | | |
| 500 | ECOMETRY CORP | 2.7900 1,395.00 |
| 100 | ECOMETRY CORP | 2.7900 279.00 |
| 1,000 | ECOMETRY CORP | 2.7900 2,790.00 |
| 5,000 | ECOMETRY CORP | 2.7900 13,950.00 |
| 5,000 | ECOMETRY CORP | 2.7900 13,950.00 |
| 9,400- | ECOMETRY CORP | 2.7900 26,225.60- |
| 4,700 | ECOMETRY CORP | 2.7900 13,113.00 |
| 4,700 | ECOMETRY CORP | 2.7900 13,113.00 |
| ***** 02/08 ***** | | |
| 7,280 | ECOMETRY CORP | 2.7500 20,020.00 |
| 3,860 | ECOMETRY CORP | 2.7500 10,615.00 |
| 3,860 | ECOMETRY CORP | 2.7500 10,615.00 |
| ***** 02/07 ***** | | |
| 4,854 | ECOMETRY CORP | 2.7700 13,445.58 |
| 2,573 | ECOMETRY CORP | 2.7700 7,127.21 |
| 2,573 | ECOMETRY CORP | 2.7700 7,127.21 |
| ***** 02/06 ***** | | |
| 2,816 | ECOMETRY CORP | 2.7800 7,828.48 |
| 1,492 | ECOMETRY CORP | 2.7800 4,147.76 |
| 1,492 | ECOMETRY CORP | 2.7800 4,147.76 |

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| | | | | |
|--------|---------------|-------------------|--------|-----------|
| | | ***** 02/05 ***** | | |
| 15,776 | ECOMETRY CORP | | 2.7800 | 43,857.28 |
| 8,362 | ECOMETRY CORP | | 2.7800 | 23,246.36 |
| 8,362 | ECOMETRY CORP | | 2.7800 | 23,246.36 |
| | | ***** 02/04 ***** | | |
| 5,340 | ECOMETRY CORP | | 2.7800 | 14,845.20 |
| 2,830 | ECOMETRY CORP | | 2.7800 | 7,867.40 |
| 2,830 | ECOMETRY CORP | | 2.7800 | 7,867.40 |
| | | ***** 01/31 ***** | | |
| 1,700 | ECOMETRY CORP | | 2.7800 | 4,726.00 |
| 900 | ECOMETRY CORP | | 2.7800 | 2,502.00 |
| 900 | ECOMETRY CORP | | 2.7800 | 2,502.00 |
| | | ***** 01/30 ***** | | |
| 4,854 | ECOMETRY CORP | | 2.7800 | 13,494.12 |
| 2,573 | ECOMETRY CORP | | 2.7800 | 7,152.94 |
| 2,573 | ECOMETRY CORP | | 2.7800 | 7,152.94 |