

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)

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(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

10 SHARED DISPOSITIVE POWER

---

WITH

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

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(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