

1205

**STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER  
REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE  
ACT FILINGS**

I, James E. Cayne, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of The Bear Stearns Companies Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

REC'D S.E.C.  
AUG 14 2002  
1086

(2) I have reviewed the contents of this statement with The Bear Stearns Companies Inc. Audit Committee:

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Form 10-K annual report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 for the fiscal year ended November 30, 2001 of The Bear Stearns Companies Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of The Bear Stearns Companies Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

RECEIVED  
OFFICE OF THE SECRETARY  
AUG 14 2002

James E. Cayne  
James E. Cayne  
Date 8/13/02

Subscribed and sworn to before me  
this 13<sup>th</sup> day of August, 2002.  
/s/ Cameron IRAJ  
My Commission Expires:  
May 27, 2003

**CAMERON IRAJ**  
**Notary Public, State of New York**  
**No. 021R5078351**  
**Qualified in Queens County**  
**Commission Expires May 27, 2003**