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BEAR STEARNS COMPANIES INC

Index Maturity: N/A

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Form 424B3

February 02, 2001

PRICING SUPPLEMENT NO. 5A Rule 424(b)(3) DATED: January 19, 2001 File No. 333-52902 (To Prospectus dated January 11, 2001, and Prospectus Supplement dated January 11, 2001) \$9,015,893,162 THE BEAR STEARNS COMPANIES INC. MEDIUM-TERM NOTES, SERIES B Principal Amount: \$30,000,000 Floating Rate Notes [x] Book Entry Notes [x] Original Issue Date: 2/2/2001 Fixed Rate Notes [] Certificated Notes [] Maturity Date: 2/1/2002 CUSIP#: 073928SL8 Option to Extend Maturity: No [x] Yes [] Final Maturity Date: Redeemable On Price(s) Date(s) Price(s) Price(s) Optional Optional 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 [x] Federal Funds Rate Interest Reset Date(s): Daily [] Treasury Rate Interest Reset Period: Daily [] LIBOR Reuters Interest Payment Date(s): * [] LIBOR Telerate [] Prime Rate [] CMT Rate Initial Interest Rate: ** Interest Payment Period: Quarterly

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- * On the 2nd of May, August, November and at Maturity.
- ** Federal Funds Open Rate on January 29, 2001.

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