

MCGEARY RODERICK C

Form 4

July 03, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCGEARY RODERICK C

(Last) (First) (Middle)

1676 INTERNATIONAL DRIVE

(Street)

MCLEAN, VA 22102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BEARINGPOINT INC [BE]

3. Date of Earliest Transaction
(Month/Day/Year)
07/01/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

Chairman of the Board

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock <u>(1)</u> | 07/01/2008 | | M | | 29,197 | A | \$ 0 |
| | | | | | 205,773 | | D |
| Common Stock <u>(1)</u> | 07/01/2008 | | F | | 9,285 | D | \$ 0.79 |
| | | | | | 196,488 | | D |
| Common Stock <u>(2)</u> | 07/01/2008 | | M | | 22,059 | A | \$ 0 |
| | | | | | 218,547 | | D |
| Common Stock <u>(2)</u> | 07/01/2008 | | F | | 7,015 | D | \$ 0.79 |
| | | | | | 211,532 | | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|---|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units ⁽¹⁾ | <u>(3)</u> | 07/01/2008 | | M | | 29,197 | | <u>(1)</u> | <u>(1)</u> | Common Stock | 29,197 |
| Restricted Stock Units ⁽²⁾ | <u>(3)</u> | 07/01/2008 | | M | | 22,059 | | <u>(2)</u> | <u>(2)</u> | Common Stock | 22,059 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| MCGEARY RODERICK C 1676 INTERNATIONAL DRIVE MCLEAN, VA 22102 | X Chairman of the Board |

Signatures

Christine Chang, Attorney-in-Fact for Roderick C. McGeary 07/03/2008

 **Signature of Reporting Person

 Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) As previously reported, on February 12, 2007, Roderick C. McGeary was granted an award of 29,197 restricted stock units ("RSUs"). These RSUs were originally scheduled to vest and settle in 25% increments on February 12 in each of 2008, 2009, 2010 and 2011. In connection with Mr. McGeary's retirement as a Company employee on December 31, 2007, the vesting of this grant was accelerated and in accordance with Section 409A of the Internal Revenue Code, settlement was deferred to July 1, 2008. On July 1, 2008, 29,197 shares of common stock of the Company were issued to Mr. McGeary, of which 9,285 shares of common stock were withheld by the Company to satisfy Mr. McGeary's tax withholding obligations.

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- As previously reported, on September 25, 2006, Mr. McGeary was granted an award of 29,411 RSUs. Of these RSUs, 7,352 RSUs vested on January 1, 2007 and settled on December 18, 2007. An additional 7,352 RSUs were scheduled to vest on January 1 in each of 2008, 2009 and 2010. In connection with Mr. McGeary's retirement as a Company employee on December 31, 2007, the vesting of the 22,059 RSUs was accelerated and in accordance with Section 409A of the Internal Revenue Code, settlement was deferred to July 1, 2008. On July 1, 2008, 22,059 shares of common stock of the Company were issued to Mr. McGeary, of which 7,015 shares of common stock were withheld by the Company to satisfy Mr. McGeary's tax withholding obligations.
- (2)
- (3) Each restricted stock unit represents a contingent right to receive one share of BearingPoint, Inc. common stock or the cash equivalent on the settlement date specified in the RSU Award Notice.
- (4) None.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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