

BEARINGPOINT INC

Form 4/A

December 21, 2007

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ethell Judy A

(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)
12/18/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)
12/20/2007

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock <u>(1)</u>	12/18/2007		M	222,200	A \$ 0 222,200	D	
Common Stock * <u>(1)</u>	12/18/2007		F	75,019	D \$ 2.58 147,181	D	
Common Stock <u>(2)</u>	12/18/2007		M	240,000	A \$ 0 240,000	I	by spouse
Common Stock * <u>(2)</u>	12/18/2007		F	98,400	D \$ 2.58 141,600	I	by spouse

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units ⁽¹⁾	<u>(3)</u>	12/18/2007		M	175,200	<u>(1)</u> <u>(4)</u>	Common Stock 175,200
Restricted Stock Units ⁽¹⁾	<u>(3)</u>	12/18/2007		M	47,000	<u>(1)</u> <u>(4)</u>	Common Stock 47,000
Restricted Stock Units ⁽²⁾	<u>(3)</u>	12/18/2007		M	240,000	<u>(2)</u> <u>(4)</u>	Common Stock 240,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Ethell Judy A 1676 INTERNATIONAL DRIVE MCLEAN, VA 22102	Chief Financial Officer

Signatures

By: Christine Chang, Attorney-in-Fact for Judy A. Ethell

12/21/2007

**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 September 19, 2006, Judy A. Ethell was granted two awards of restricted stock units ("RSUs"), as follows: (i) a grant of 292,000 RSUs, of which 204,400 RSUs were fully vested as of the grant date, with an additional 29,200 RSUs vesting on July 1 in each of 2007, 2008 and 2009; and (ii) a grant of 94,000 RSUs, of which 23,500 were fully vested as of the grant date, with an additional 23,500 RSUs vesting on July 1 in each of 2007, 2008 and 2009. On December 18, 2007, in settlement of vested RSUs previously scheduled for settlement, an aggregate of 222,200 shares of common stock of the Company was issued to Ms. Ethell, of which

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75,019 shares of common stock were withheld by the Company to satisfy Ms. Ethell's tax withholding obligations.

As previously reported, on August 22, 2005, Robert R. Glatz, the spouse of Judy A. Ethell, was granted an award of 300,000 RSUs. Pursuant to a Separation and Release of Claims Agreement executed with the Company, the vesting of 30,000 RSUs was accelerated as

- (2) of October 31, 2007 and 30,000 unvested RSUs were forfeited. On December 18, 2007, in settlement of vested RSUs previously scheduled for settlement, an aggregate of 240,000 shares of common stock of the Company was issued to Mr. Glatz, of which 98,400 shares of common stock were withheld by the Company to satisfy Mr. Glatz's tax withholding obligations.
- (3) Each RSU represents a contingent right to receive one share of common stock of the Company or the cash equivalent.
- (4) None

Remarks:

* This Amendment is being filed for the sole purpose of reporting the market price of the shares withheld by the Company for purposes, which was \$2.58 per share.

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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