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ROBERT N. TRGOVICH
U.S. DISTRICT COURT
FOR THE NORTHERN DISTRICT
OF INDIANA

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF INDIANA
SOUTH BEND DIVISION

SECURITIES AND EXCHANGE COMMISSION,	3:12CV 60
Plaintiff,	
v.	**Civil Action No.** ________
RICHARD J. SENIOR, MATTHEW BELL, LYNNE NORMAN and SHAUN P. WHITELEY,	
Defendants.	

COMPLAINT

Plaintiff Securities and Exchange Commission (the "Commission") alleges that:

INTRODUCTION

1. This matter involves a financial fraud perpetrated by senior executives and accounting staff of Sheffield, England-based Symmetry Medical Sheffield LTD, f/k/a Thornton Precision Components, Limited (hereinafter "TPC"), a British subsidiary of the Warsaw, Indiana headquartered and NYSE-listed Symmetry Medical, Inc. ("Symmetry" or the "Company"). Beginning before Symmetry's December 2004 initial public offering ("IPO"), and continuing until late September 2007, Richard J. Senior (then Symmetry's VP for European Operations), Matthew Bell (then TPC's Finance Director), Lynne Norman (then TPC's Controller), and Shaun Whiteley (then a TPC management accountant) (collectively, "Defendants") engaged in a scheme to fraudulently inflate TPC's financial results by systematically understating expenses and overstating assets and revenues. Defendants carried out their scheme by, among other things,

improperly and prematurely recognizing revenue, improperly capitalizing expenses, overvaluing inventory and understating costs of goods sold. The Defendants concealed their fraud by falsifying corporate books and records and by lying to Symmetry's auditors. The scheme stopped only when, in late September 2007, a manager at TPC disclosed the scheme to Symmetry's CEO.

2. The fraud at TPC was so pervasive that it materially distorted the financial statements of Symmetry, into which TPC's financials were consolidated. As a result, the financial statements included in Symmetry's IPO registration statements, its annual reports on Form 10-K for its 2004 through 2006 fiscal years, and its quarterly reports on Form 10-Q for the first two quarters of its 2007 fiscal year, were materially false and misleading and did not comply with generally accepted accounting principles ("GAAP"). During the period of the fraud, Senior and Bell received bonuses and sold Symmetry stock at prices potentially artificially inflated by TPC's fraudulent financial results.

3. By engaging in the fraud at TPC, Defendants Senior, Bell, Norman and Whiteley each violated the antifraud, books-and-records, and internal controls provisions of the Securities Exchange Act of 1934 (the "Exchange Act") and rules thereunder, as well as the antifraud provisions of the Securities Act of 1933 (the "Securities Act"). Senior's and Bell's fraudulent acts included selling Symmetry stock during the financial fraud (including sales made as part of Symmetry's July 2005 secondary offering), while knowing that the rest of the market was relying on materially misleading public information about the Company. All four Defendants also aided and abetted Symmetry's issuer-reporting, books-and-records and internal controls violations. Moreover, Senior, Bell and Norman also violated the prohibition against lying to auditors. Unless enjoined by this Court, Defendants are likely to commit such violations in the future.

JURISDICTION AND VENUE

4. This Court has jurisdiction over this action pursuant to Sections 20(b) and 22(a) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. §§ 77t(b) and 77v(a)] and Sections 21(d), (e) and 27 of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. §§ 78(u)(d), 78u(e) and 78aa].

5. Venue is proper in this district pursuant to Section 20(b) of the Securities Act [15 U.S.C. § 77t(b)] and Section 27 of the Exchange Act [15 U.S.C. § 78aa].

6. Defendants purposefully directed their activities towards the United States by supplying false financial information to Symmetry at its headquarters in Warsaw, Indiana (or instructing their subordinates to do so) from at least 2004 to September 2007.

7. Defendants knew that Symmetry was a publicly traded U.S. company.

8. Defendants knew that the false financial information that they sent to Symmetry would be consolidated into Symmetry's quarterly and annual financial statements.

9. Defendants knew that Symmetry's quarterly and annual financial statements would be included in its Forms 10-Q and 10-K filed with the Commission, and made available to the public.

10. Defendants' fraudulent scheme caused foreseeable and substantial harm to the U.S. securities markets and to U.S. investors.

11. Defendants, directly or indirectly, have made use of the means or instrumentalities of interstate commerce in connection with acts, practices, or courses of business alleged herein, in the Northern District of Indiana and elsewhere.

12. Defendants will, unless enjoined, continue to engage in acts, practices or courses of business set forth in this Complaint and acts, practices, or courses of business of similar purpose and object.

DEFENDANTS

13. Richard J. Senior ("Senior"), age 48 and a UK citizen residing in Sheffield, England, served as Senior Vice President and General Manager of Symmetry's European Operations (including TPC) from June 2003 to September 2007. From 1999 to 2003, he was TPC's Managing Director. Prior to that, he held various positions at TPC, where he first began working as an apprentice at age 16. On October 4, 2007, Senior was placed on leave pending the results of the Company's investigation into the TPC fraud, and he was allowed to resign on January 14, 2008.

14. Matthew Bell ("Bell"), age 52 and a UK citizen residing in Sheffield, England, was TPC's Financial Director from 2002 to February 2007, when he resigned. Bell also served as Financial Director of Symmetry's European operations from June 2003 to 2007. Bell returned to TPC on a periodic basis through June 2007 to assist with TPC's financial close process. Bell was responsible for reporting TPC's financial accounts to Symmetry for inclusion in Symmetry's consolidated financial statements. Bell is an Associate Chartered Accountant, or ACA, in the UK. ("ACA" is the UK counterpart to the CPA credential in the United States.) In September 2010, following a hearing considering Bell's role in the fraud detailed herein, the Institute of Chartered Accountants of England and Wales (ICAEW) excluded Bell from the ICAEW, with a right to apply for reinstatement after one year.

15. Lynne Norman ("Norman"), age 50 and a UK citizen residing in Sheffield, England, was TPC's controller from approximately 1989 to 2007. As controller, Norman bore responsibility for ensuring the accuracy of TPC's financial accounts on a monthly basis and assisting Bell in reporting TPC's financial accounts to Symmetry for inclusion in Symmetry's consolidated financial statements. In 2008, after she disclosed her role in the fraud and assisted the Company with its restatement of prior year financials, Symmetry allowed her to resign.

16. Shaun P. Whiteley ('Whiteley"), age 46 and a UK citizen residing in Barnsley, England, was a management accountant at TPC from 1997 to October 2006. Whiteley was responsible for TPC's stock valuations and oversaw TPC's physical inventories. He returned to TPC to assist with its quarterly inventories in December 2006, March 2007 and June 2007.

RELEVANT ENTITIES

17. Symmetry is a Delaware corporation headquartered in Warsaw, Indiana. Through its operating subsidiaries, it manufactures prosthetics, medical implants and instruments as well as specialized products for the aerospace industry. Since its December 2004 IPO, Symmetry's common stock has been registered with the Commission pursuant to Section 12(b) of the Exchange act [15 U.S.C. § 78*l*(b)] and listed on the New York Stock Exchange.

18. At all relevant times, TPC (Symmetry Medical Sheffield LTD, f/k/a Thornton Precision Components, Limited) has been one of Symmetry's operating subsidiaries, and accounted for a significant portion of Symmetry's consolidated revenues and net income.

DEFENDANTS' FRADULENT ACCOUNTING SCHEME

19. Beginning as early as 1999—four years before TPC was acquired by Symmetry and five years before Symmetry's IPO—Senior orchestrated a scheme designed to create the false

appearance that TPC was achieving its monthly financial performance targets. To implement this scheme, Senior enlisted TPC's finance staff, particularly Norman, who served as TPC's Controller through the entire course of the scheme, and Bell, who served as TPC's Finance Director for five years beginning in 2002. Bell and Norman, in turn, enlisted Whiteley, a full-time TPC management accountant from 1997 until 2006, who returned to assist with the scheme on a quarterly basis after leaving TPC's employ.

20. Although the precise mechanics of the fraud changed over time, its central aim, i.e., to create the false appearance that TPC was achieving its targets, remained consistent throughout.

Premature Revenue Recognition (1999-2003)

21. For at least four years prior to its 2003 acquisition by Symmetry, TPC relied on a premature revenue recognition scheme to artificially meet its monthly sales and profit targets. In this scheme, TPC personnel circumvented various controls to generate invoices for manufactured products that were, in fact, neither complete nor ready for shipment, thereby allowing TPC to prematurely recognize revenue for "sales" of those products. When the products were actually completed and ready to ship, TPC credited the invoices that had been generated prematurely and issued new invoices that were, for the first time, actually sent to customers.

22. The implementation of this "pre-booking" scheme required coordination between TPC's manufacturing and accounting groups, which Senior ensured through his forceful insistence—which he was to repeat throughout the course of the fraud—that the jobs of TPC personnel depended on maintaining the appearance that it was achieving its targets.

Booking of Fictitious, or "Provisional" Sales (2004-2007)

23. After Bell became the Financial Director of TPC in 2002, he discovered the premature revenue recognition scheme described above. Bell objected to the practice and met with Senior to discuss it. Bell soon acquiesced in the fraud, however, joined in it, and by 2004, had, along with Norman, revised its operation to render it both harder to detect and easier for TPC personnel to carry out.

24. The adjustments Defendants made to the fraud's operation were designed (i) to avoid double-billing and other mistakes that had resulted from the "pre-booking" practice and (ii) to reduce the number of potential "red flags" for TPC's auditors. In particular, Bell and Norman moved TPC away from the fraudulent pre-booking practice to another fraudulent practice that became known as sales "provisioning."

25. Effected through top-side journal entries (which are manual adjusting entries, not subject to standard financial system controls, usually made by higher level management at the end of a financial reporting period), this practice continued from at least 2004 through August 2007. It worked as follows: On a monthly and quarterly basis, Norman would determine TPC's shortfall to its sales revenue targets. When TPC needed additional sales to meet (or more closely approximate) its monthly targets, Norman recorded fictitious sales by making top-side journal entries to sales and AR. Norman gave Whiteley the monthly "provisional" sales figures so that he could determine the fictitious associated "cost of goods sold"—all in an effort to make the fictitious sales appear more realistic to Symmetry corporate. Senior knew and approved of this practice as it was being carried out.

Creation of False Documentation to Support the Fictitious Revenues

26. The top-side journal entries caused TPC's general ledger to go out of sync with TPC's sales/accounts receivable ("AR") sub-ledger. To hide this discrepancy and make it appear as if TPC's sub-ledger reconciled to its general ledger, Norman created a fictitious sub-ledger—an Excel spreadsheet showing only total balances outstanding by customer.

27. Norman took TPC's detailed AR sub-ledger (which accurately listed each receivable by customer, invoice number and days outstanding) and downloaded a summary version of the ledger into Excel. This summary version listed outstanding balances only by customer and age (but not by invoice). Norman then added non-existent receivables to the spreadsheet as necessary to make the spreadsheet reconcile to TPC's general ledger. Norman and Bell signed a paper version of this ledger, along with a general ledger reconciliation, and provided them to Symmetry's external and internal auditors and Symmetry corporate.

28. At all relevant times, the detailed, un-manipulated AR sub-ledger was in fact readily accessible via TPC's financial control system; however, TPC never provided a copy of that detailed ledger to Symmetry corporate or to any internal or external auditor; and Bell, Norman and others, with Senior's knowledge and approval, falsely told Symmetry's auditors they could not generate one.

29. TPC's booking of fictitious sales revenue had an extraordinary impact on its AR balances. For example, for fiscal year ("FY") 2005, TPC's reported AR was £10,717,000, but of that amount, at least £4,122,000, or roughly 38%, was fictitious. For FY 2006, TPC's reported AR was £12,440,000 but of that amount, at least £6,031,000, or roughly 48%, was fictitious.

Understatement of Cost of Revenues and Manipulation of Inventories

30. TPC did not have a perpetual inventory system, under which the value of its raw materials, work in process and finished goods would have been continually updated. It relied instead on quarterly and annual physical counts. Whiteley was responsible for supervising these counts, valuing the inventory, and reconciling the inventory sub-ledger to TPC's general ledger.

31. In a further effort to artificially boost TPC's profits and meet TPC's performance targets, Norman (with Senior's and Bell's knowledge and approval) intentionally understated cost of revenues. Rather than report the actual costs of inventory sold, Norman made top-side journal entries reducing expense and increasing inventory balances. As a result of her manipulations, TPC's balance sheet overstated inventory.

32. With principal responsibility for TPC's detailed inventory accounts, Whiteley helped to conceal Norman's manipulation of costs by falsifying the detailed inventory ledger prepared after every physical inventory count. He did this by adding lines of fictitious work in process (WIP) inventory to the listing to make it appear as if TPC's inventory on hand reconciled to the amounts reported in TPC's balance sheet.

33. The falsified ledger was provided to Symmetry's auditors as part of their annual audits. Bell and Senior were aware of these manipulations, and Bell reported the manipulated financial data to Symmetry's headquarters. The inventory manipulations began prior to Symmetry's acquisition of TPC and continued through the second quarter of 2007.

34. As reflected in the table below, the manipulation of cost of revenues and inventory had an extraordinary impact on TPC's financial statements. For example, for FY 2005, TPC's reported inventory totaled £9,753,000. In reality, only £3,531,000, or 36%, of that inventory actually existed.

That same year, TPC underreported its cost of revenues by £2,505,000, thus increasing gross profit by the same amount. For FY 2006, TPC's reported inventory totaled £10,973,000. In reality, only £3,692,000, or 33%, of that inventory actually existed. For the same period, TPC under-reported costs of goods sold by £1,058,000, thus increasing its gross profit by the same amount.

FY	REPORTED INVENTORY	RESTATED INVENTORY	Percentage of Reported Inventory that actually existed
2004	£6,968,000	£3,250,000	47%
2005	£9,753,000	£3,531,000	36%
2006	£10,973,000	£3,692,000	34%

Other Accounting Manipulations

35. Although smaller in scope, Defendants engaged in (and Senior approved or facilitated) other fraudulent accounting manipulations to meet TPC's monthly performance targets. These included (i) improper tool and die capitalization, which entailed capitalization of tooling that TPC either no longer owned, or had already capitalized and depreciated; (ii) manipulation of accounts payable, which involved TPC's holding quarters open to make it appear that it had paid more creditors during those quarters than it had; (iii) manipulation of cash collections, which involved TPC's improperly extending its cash cut-off beyond quarter-ends to make it appear that it had collected more cash within the reporting period than it had; and (iv) entry into "sales buyback" arrangements, in which TPC purported to "sell" certain raw materials that, in fact, never left its premises.

TPC'S Reporting of False Financial Information for Inclusion in Symmetry's Consolidated Financial Statements

36. Defendants knew contemporaneously that the accounting manipulations described in paragraphs 23 through 35 above did not conform to US GAAP.

37. After Symmetry acquired TPC in 2003, TPC's artificially enhanced financial results were conveyed electronically to Symmetry headquarters in monthly financial packages prepared by Bell and Norman. Symmetry included TPC's monthly financial information in its consolidated monthly financial reports, which it then used to prepare the Company's quarterly and annual financial statements. After Symmetry's IPO, and continuing until 2007, Senior and Bell also signed off on quarterly and annual sub-certifications related to Symmetry's 10-Q and 10-K filings, attesting (falsely) to the accuracy of the financial information reported to Symmetry headquarters by TPC. After Bell departed the Company in 2007, Norman signed off on at least one such sub-certification, despite knowing it to be false. As a result, Symmetry's annual 10-K filings for its 2005 and 2006 fiscal years, and its quarterly 10-Q filings for its first and second quarter of fiscal year 2007, contained financial statements that were materially misleading.

38. Defendants' scheme stopped only when, on September 24, 2007, a manager at TPC disclosed the scheme to Symmetry's CEO.

Senior and Bell Sold Symmetry Stock and Received Bonuses During the Fraud

39. During the portion of the TPC fraud that overlapped with Symmetry's shares being publicly traded, Senior and Bell both received bonuses and sold Symmetry stock. At the time of all of these sales, Senior and Bell were engaging in financial fraud at TPC, and knew or were reckless in not knowing that the prices they were receiving from their sales were potentially

artificially inflated by the fraudulent TPC financial results that were, in turn, consolidated in the financial statements in Symmetry's public filings with the Commission.

40. Senior sold Symmetry stock in July 2005 (as part of a registered secondary offering of Symmetry shares), and again in March 2007, generating profits totaling approximately $1,455,000. As much as $296,820 of these profits, if not more, potentially derived from the fraud at TPC, because Symmetry's stock price was artificially inflated during the period of the fraud (*see* ¶¶ 45 and 46, below). Senior also received bonuses during the fraud totaling at least $229,442.

41. Bell sold Symmetry stock in July 2005 (as part of a registered secondary offering of Symmetry shares), and again in March 2006 and February 2007, generating profits totaling approximately $109,846. As much as $22,409 of these profits, if not more, potentially derived from the fraud at TPC, because Symmetry's stock price was artificially inflated during the period of the fraud (*see* ¶¶ 45 and 46, below). Bell also received bonuses during the fraud totaling at least $113,801.

<u>Symmetry's April 2008 Restatement</u>

42. In April 2008, as a direct result of the fraud at TPC, Symmetry restated its financial statements for its 2005 and 2006 fiscal years and for the first two quarters of its 2007 fiscal year. Symmetry also restated selected financial data for its 2003-2006 fiscal years.

43. The cumulative impact of the restatement—as the table below reflects—was, among other things, to reduce Symmetry's net income for its 2004 fiscal year from $11.7 million (as originally reported) to $8.4 million (as restated), its net income for its 2005 fiscal year from

$31.8 million (as originally reported) to a net *loss* of $9.9 million (as restated), and its net income for its 2006 fiscal year from $24.1 million (as originally reported) to $18.5 million (as restated):

Fiscal Period	Reported	Restated Income	Difference	Overstatement
FY 2004	**$11.7 million**	**$8.4 million**	**-$3.3 million**	**39%**
FY 2005	**$31.8 million**	**-$9.9. million**	**-$41.7 million**	**421%**
FY 2006	**$24.1 million**	**$18.5 million**	**-$5.6 million**	**30%**
Q1 2007	**$3.7 million**	**$1.6 million**	**-$2.1 million**	**131%**
Q2 2007	**$4.4 million**	**$4.7 million**	**+ 0.3 million**	**-6.4%**

($33.6 million – or more than 80% -- of the reduction in earnings for FY 2005 reflected in the foregoing table resulted from the write-down of goodwill associated with the acquisition of TPC, since the fraud at TPC had pre-dated the acquisition. Moreover, notwithstanding the negative "overstatement" figure for Q2 2007 in the foregoing table, Symmetry's gross profits for that same period were materially reduced as a result of the restatement, from $15.5 million (as originally reported) to $14.7 million (as restated).)

44. The restatement also caused the following percentage reductions to Symmetry's financial statement line items for AR, inventories, and total assets:

Balance Sheet Item	FY 2005	FY 2006	Q1 2007	Q2 2007
AR (Net)	-18%	-31%	-30%	-28%
Inventories	-28%	-30%	-34%	-30%
Total Assets	-13%	-14%	-15%	-14%

45. In the seven months between the close of trading on October 4, 2007, after which Symmetry made its first disclosure concerning the fraud at TPC, and the close of trading on April 25, 2008, the day after Symmetry filed its restatement, Symmetry's stock price fell more than

26%, from $17.74 per share to $13.05 per share. As much as 20.4% of this drop in Symmetry's share price is potentially attributable to the fraud at TPC.

46. Put otherwise, the fraud caused Symmetry's share price to be fraudulently inflated by as much as 20.4%, with a corresponding loss to Symmetry and its investors – after the fraud was disclosed and fully quantified – of as much as $120 million in market capitalization.

FIRST CLAIM

Violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder (Senior, Bell, Norman and Whiteley)

47. Paragraphs 1 to 46 are re-alleged and incorporated herein.

48. As alleged herein, Defendants Senior, Bell, Norman and Whitely, as part an in furtherance of the fraudulent scheme to create and maintain the false appearance that TPC was meeting or more closely approximating its performance targets, directly or indirectly, singly or in concert, by the use of the means or instrumentalities of interstate commerce, of the mails, or of the facilities of a national securities exchange, in connection with the purchase or sale of securities, knowingly or with reckless disregard for the truth, employed devices, schemes and artifices to defraud, and engaged in acts, practices or courses of business which operated and operate as a fraud or deceit upon purchasers of securities and upon other persons, including through the deceptive devices, schemes, artifices, contrivances, acts, transactions, practices and courses of business alleged above.

49. By reason of the foregoing, Defendants Senior, Bell, Norman and Whiteley, singly or in concert, directly or indirectly, have violated, and unless enjoined and restrained will continue

to violate, Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. 240.10b-5].

SECOND CLAIM

Violations of Section 17(a) of the Securities Act
(Senior and Bell)

50. Paragraphs 1 to 46 and 48 are re-alleged and incorporated herein.

51. As alleged herein, Defendants Senior and Bell, directly or indirectly, singly or in concert with others, in the offer and sale of securities, by the use of the means and instruments of transportation and communication in interstate commerce and of the mails, knowingly or with reckless disregard for the truth: (a) employed devices, schemes or artifices to defraud; (b) obtained money or property by means of untrue statements of material fact or omissions to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; and (c) engaged in transactions, practices or courses of business which operated or operate as a fraud or deceit upon purchasers of securities.

52. By reason of the foregoing, Defendants Senior and Bell, singly or in concert, directly or indirectly, violated, and unless enjoined and restrained will continue to violate, Section 17(a) of the Securities Act [15 U.S.C. § 77q(a]].

THIRD CLAIM

Violations of Section 13(b)(5) of the Exchange Act
(Senior, Bell, Norman and Whiteley)

53. Paragraphs 1 to 46 are re-alleged and incorporated herein.

54. At all relevant times, Symmetry's books, records and accounts, including those of its TPC subsidiary, were subject to Exchange Act Section 13(b)(2)(A) [15 U.S.C. §

78m(b)(2)(A)]. Also at all relevant times, the internal controls described herein, including TPC's quarterly and annual transmission and certification of TPC financial data to Symmetry corporate, were part of Symmetry's system of internal controls maintained pursuant to Exchange Act Section 13(b)(2)(B) [15 U.S.C. § 78m(b)(2)(A)]. As alleged herein, Defendants Senior, Bell, Norman and Whiteley, directly or indirectly, singly or in concert with others, knowingly circumvented or failed to implement Symmetry's system of internal accounting controls, or knowingly falsified books, records or accounts that Symmetry maintained pursuant to Section 13(b)(2) of the Exchange Act [15 U.S.C. § 78m(b)(2)].

55. By reason of the foregoing, Defendants Senior, Bell, Norman and Whiteley, singly or in concert, directly or indirectly, violated, and unless enjoined and restrained will continue to violate, Section 13(b)(5) of the Exchange Act [15 U.S.C. § 78m(b)(5)].

FOURTH CLAIM

Violation of Exchange Act Rule 13b2-1
(Senior, Bell, Norman and Whiteley)

56. Paragraphs 1 to 46 and 54 are re-alleged and incorporated herein.

57. As alleged herein, Defendants Senior, Bell, Norman and Whiteley, directly or indirectly, singly or in concert with others, falsified books, records or accounts subject to Section 13(b)(2)(A) of the Exchange Act [15 U.S.C. § 78m(b)(2)(A)].

58. By reason of the foregoing, Defendants Senior, Bell, Norman and Whiteley, singly or in concert, directly or indirectly, violated, and unless enjoined and restrained will continue to violate, Exchange Act Rule 13b2-1 [17 C.F.R. § 240.13b2-1].

FIFTH CLAIM

Violations of Exchange Act Rule 13b2-2
(Senior, Bell and Norman)

59. Paragraphs 1 to 46 are re-alleged and incorporated herein.

60. At all relevant times, TPC's financial statements were consolidated with and thus part of Symmetry's financial statements. As alleged herein, Defendant Senior, while an officer of Symmetry, and Defendants Bell and Norman, while acting at Senior's direction, each, directly or indirectly, singly or in concert with others, took actions to mislead independent public or certified accountants engaged in audits or reviews of TPC's and thus Symmetry's financial statements, which, as Senior, Bell and Norman each knew, were required to be filed with the Commission, and while Senior, Bell and Norman each knew or should have known that such action, if successful, could result in rendering Symmetry's financial statements materially misleading.

62. By reason of the foregoing, Defendants Senior, Bell and Norman singly or in concert, directly or indirectly, violated, and unless enjoined and restrained will continue to violate, Exchange Act Rule 13b2-2 [17 C.F.R. § 240.13b2-2].

SIXTH CLAIM

Aiding and Abetting Violations of Section 13(a) of the Exchange Act
And Rules 12b-20, 13a-1 and 13a-13 thereunder
(Senior, Bell, Norman and Whiteley)

63. Paragraphs 1 to 46 are re-alleged and incorporated herein.

64. Symmetry, by making the annual reports on Form 10-K and the quarterly reports on Form 10-Q that contained materially misleading financial statements as set forth above, directly or

indirectly violated Exchange Act Section 13(a) [15 U.S.C. § 78m(a)] and Rules 12b-20, 13a-1 and 13a-13 thereunder [17 C.F.R. §§ 240.12b-20, 240.13a-1 and 240.13a-13].

65. As alleged herein, Defendants Senior, Bell, Norman and Whiteley knowingly provided substantial assistance to Symmetry's violations of Exchange Act Section 13(a) and Rules 12b-20, 13a-1 and 13a-13 thereunder. Pursuant to Section 20(e) of the Exchange Act [15 U.S.C. § 78t(e)], Defendants Senior, Bell, Norman and Whiteley, aided and abetted, and unless enjoined and restrained will continue to aid and abet, violations of Section 13(a) of the Exchange Act [15 U.S.C. § 78m(a)] and Rules 12b-20, 13a-1 and 13a-13 thereunder [17 C.F.R. §§ 240.12b-20, 240.13a-1 and 240.13a-13].

SEVENTH CLAIM

Aiding and Abetting Violations of Sections 13(b)(2)(A) and 13(b)(2)(B) of the Exchange Act (Senior, Bell, Norman and Whiteley)

66. Paragraphs 1 to 46 are re-alleged and incorporated herein.

67. As a result of the TPC fraud detailed above, Symmetry failed to maintain books and records accurately and fairly reflecting its transactions and the disposition of its assets, and also failed to establish a system of internal accounting controls that provided reasonable assurances that transactions were recorded as necessary to permit preparation of financial statements in conformity with GAAP. Thus, Symmetry violated Exchange Act Sections 13(b)(2)(A) and (B).

68. As alleged herein, Defendants Senior, Bell, Norman and Whiteley knowingly provided substantial assistance to Symmetry's violations of Exchange Act Sections 13(b)(2)(A) and (B). Pursuant to Section 20(e) of the Exchange Act [15 U.S.C. § 78t(e)], Defendants Senior, Bell, Norman and Whiteley, aided and abetted, and unless enjoined and restrained will continue

to aid and abet, violations of Exchange Act Sections 13(b)(2)(A) and (B) [15 U.S.C. §§ 78m(b)(2)(A) and (B)].

PRAYER FOR RELIEF

WHEREFORE, the Commission requests that the Court enter judgment:

A. Permanently enjoining Senior and Bell from violating Securities Act Section 17(a) and Exchange Act Sections 10(b) and 13(b)(5), and Rules 10b-5, 13b2-1 and 13b2-2 thereunder, and from aiding and abetting and causing future violations of Exchange Act Sections 13(a), 13(b)(2)(A) and (B), and Rules 12b-20, 13a-1 and 13a-13 thereunder;

B. Permanently enjoining Norman from violating Exchange Act Sections 10(b) and 13(b)(5) and Rule 10b-5, 13b2-1 and 13b2-2 thereunder, and from aiding and abetting and causing future violations of Exchange Act Sections 13(a), 13(b)(2)(A) and (B), and Rules 12b-20, 13a-1 and 13a-13 thereunder;

C. Permanently enjoining Whiteley from violating Exchange Act Sections 10(b) and 13(b)(5) and Rule 10b-5 and 13b2-1 thereunder, and from aiding and abetting and causing future violations of Exchange Act Sections 13(a), 13(b)(2)(A) and (B), and Rules 12b-20, 13a-1 and 13a-13 thereunder ;

D. Requiring Senior and Bell to disgorge their ill-gotten gains, with prejudgment interest thereon;

E. Prohibiting defendants Senior, Bell and Norman from acting as an officer or director of any public company pursuant to Section 21(d)(2) of the Exchange Act; and

F. Providing such other relief as may be appropriate.

Dated: January 27, 2012

Respectfully submitted,

Stephen L. Cohen, Associate Director
J. Lee Buck, II, Assistant Director
Peter J. Haggerty, Senior Counsel
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
100 F. Street, N.E.
Washington, DC 20549
Telephone: (202) 551-4570 (Haggerty)

Steven C. Seeger, Senior Trial Counsel
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
175 West Jackson Boulevard, Suite 900
Chicago, IL 60604
Telephone: (312) 886-2247

Attorneys for Plaintiff,
United States Securities and Exchange Commission