

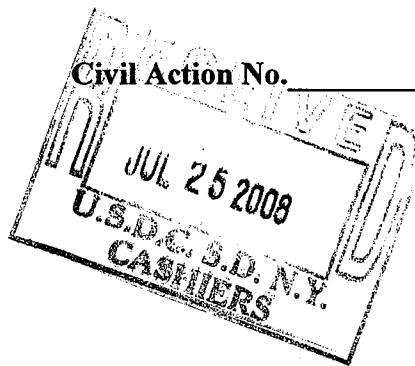
SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

ONE OR MORE UNKNOWN PURCHASERS
OF CALL OPTIONS FOR THE COMMON
STOCK OF DRS TECHNOLOGIES, INC.
AND AMERICAN POWER CONVERSION
CORP.,

Defendant.



COMPLAINT

Plaintiff Securities and Exchange Commission (the "SEC" or "Commission"), for its
Complaint alleges as follows:

SUMMARY OF ALLEGATIONS

1. This is an insider trading case involving highly profitable and highly suspicious purchases of call option contracts for the common stock of DRS Technologies, Inc. ("DRS") and American Power Conversion Corp. ("APCC") made through an account at UBS AG in Zurich, Switzerland ("UBS Zurich"), by one or more unknown purchasers ("Unknown Purchaser") that resulted in profits of approximately \$3.3 million. Twice in a period of less than two years, Unknown Purchaser made well-timed purchases of call options of these two different corporations in the days and weeks immediately preceding public disclosures and announcements relating to these companies' ultimate acquisitions. In both cases, there was no

public information available concerning the acquisitions before Unknown Purchaser purchased the call options.

2. In the first instance, on September 13, 2006, Schneider Electric SA (“Schneider”) sent a letter to APCC indicating its interest in acquiring APCC, to which APCC positively responded on September 20, 2006. The Schneider letter and APC response were non-public information. Beginning on September 21, 2006 and continuing through October 20, 2006 the Unknown Purchaser made purchases of 2,830 APCC call options that were out-of-the money. After Schneider publicly announced on October 30, 2006, its intention to acquire all of the outstanding shares of APCC, the company’s stock price increased by 26 percent.

3. On October 30, 31 and November 3, 2006, following the announcement of the merger, Unknown Purchaser liquidated his APCC call options holdings and realized a profit of approximately \$1.7 million.

4. Less than two years later, beginning on April 29, 2008 and ending on May 7, 2008, the Unknown Purchaser bought 1,820 DRS call options that were out-of-the-money and due to expire shortly. On May 8, 2008, the day after the Unknown Purchaser made his last acquisition of DRS call options, it was publicly reported for the first time that Finmeccanica SpA (“Finmeccanica”) was in advanced talks to purchase DRS. On May 12, 2008, Finmeccanica announced that it would acquire DRS for \$5.2 billion, or \$81 a share. Prior to May 8, 2008, information concerning Finmeccanica’s interest in acquiring DRS was confidential and nonpublic. As a result of the announcement concerning the Finmeccanica-DRS deal, the common stock of DRS rose rapidly, reaching \$73.89 per share when trading closed on May 8, 2008.

5. On May 8, 2008, Unknown Purchaser liquidated his entire DRS call option holding and realized a profit of approximately \$1.6 million.

JURISDICTION AND VENUE

6. This Court possesses jurisdiction over this matter pursuant to Sections 21(e), 21A, and 27 of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. §§ 78u(e), 78u-1, and 78aa]. Defendant has directly or indirectly made use of the means or instrumentalities of interstate commerce, or of the mails, or the facilities of a national securities exchange in connection with the acts, practices, transactions, and courses of business alleged in this Complaint.

7. Venue lies in this Court pursuant to Section 27 of the Exchange Act [15 U.S.C. § 78aa] because certain acts, practices, transactions and courses of business constituting the violations occurred in the Southern District of New York.

8. Defendant will, unless restrained and enjoined, continue to engage in the acts, practices, transactions, and courses of business alleged in this Complaint, or in acts, practices, transactions, and courses of business of similar purport and object.

RELATED CASE

9. Pursuant to Civil Rule 1.6(a) of the Local Rules of the United States District Court for the Southern District of New York, the Commission notes this action is related to the S.E.C. v. Cristian De Colli, No. 08 –civ-4520 (PAC) (S.D.N.Y. May 15, 2008).

DEFENDANT

10. Defendant, Unknown Purchaser, is one or more unidentified individuals who made suspicious purchases of a large number of APCC and DRS call options, respectively,

