

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 62486 / July 13, 2010**

**ACCOUNTING AND AUDITING ENFORCEMENT**  
**Release No. 3152 / July 13, 2010**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13964**

<b>In the Matter of</b>	:	
	:	
<b>MATTHEW C. GLESS,</b>	:	<b>ORDER OF FORTHWITH SUSPENSION</b>
	:	<b>PURSUANT TO RULE 102(e)(2) OF THE</b>
	:	<b>COMMISSION'S RULES OF PRACTICE</b>
<b>Respondent.</b>	:	
	:	

**I.**

The Securities and Exchange Commission deems it appropriate to issue an order of forthwith suspension of Matthew C. Gless (“Gless”) pursuant to Rule 102(e)(2) of the Commission’s Rules of Practice [17 C.F.R. § 200.102(e)(2)].<sup>1</sup>

**II.**

The Commission finds that:

1. Gless, age 44, is a resident of Long Beach, California. Gless was employed at Peregrine Systems, Inc. (“Peregrine”) from 1996 until 2002. From 1996 until 1999, he was Peregrine’s Controller. In 1999 he was promoted to Chief Accounting Officer and, in 2000, he was promoted to Chief Financial Officer and joined the Board of Directors.

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<sup>1</sup> Rule 102(e)(2) provides in pertinent part: “Any ... person who has been convicted of a felony or a misdemeanor involving moral turpitude shall be forthwith suspended from appearing or practicing before the Commission.”

2. On April 3, 2009, an amended judgment of conviction was entered against Gless in *United States v. Matthew C. Gless*, No. 03CR1090-W, in the United States District Court for the Southern District of California, finding him guilty of one count of conspiracy and one count of securities fraud in connection with a fraud that took place at Peregrine.

3. As a result of this conviction, Gless was sentenced to 63 months imprisonment in a federal penitentiary and ordered to pay restitution in the amount of \$2,088, 812.

### III.

In view of the foregoing, the Commission finds that Gless has been convicted of a felony within the meaning of Rule 102(e)(2) of the Commission's Rules of Practice.

Accordingly, it is ORDERED, that Gless is forthwith suspended from appearing or practicing before the Commission pursuant to Rule 102(e)(2) of the Commission's Rules of Practice.

By the Commission.

Elizabeth M. Murphy  
Secretary

## Service List

Rule 141 of the Commission's Rules of Practice provides that the Secretary, or another duly authorized officer of the Commission, shall serve a copy of the Order of Forthwith Suspension Pursuant to Rule 102(e)(2) of the Commission's Rules of Practice ("Order"), on the Respondent and his legal agent.

The attached Order has been sent to the following parties and other persons entitled to notice:

Honorable Brenda P. Murray  
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