Symmetry Medical Inc. Form 4

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if no longer

subject to

July 31, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

Section 16. Form 4 or Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Martin D Darin

Symbol Symmetry Medical Inc. [SMA] 5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Sr. VP Reg. Affairs & CCO

below)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director

10% Owner X_ Officer (give title Other (specify

C/O SYMMETRY MEDICAL INC., 220 W. MARKET ST.

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

07/31/2006

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

WARSAW, IN 46580

1. Title of

Security

(Instr. 3)

(City) (State) (Zip)

(Month/Day/Year)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired

Execution Date, if

Transaction(A) or Disposed of (D) (Instr. 3, 4 and 5)

5. Amount of 7. Nature of Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned (D) or Ownership Following Indirect (I) (Instr. 4)

(Instr. 4)

(Month/Day/Year)

Code

(Instr. 8)

Reported (A) Transaction(s) (Instr. 3 and 4) (D) Price

Common 07/31/2006 Stock

Code V Amount 5,000 \$ A A (1) 0.0001

27,757

D

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

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

(9-02)

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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. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	Amount Underly Securiti	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Martin D Darin C/O SYMMETRY MEDICAL INC. 220 W. MARKET ST. WARSAW, IN 46580

Sr. VP Reg. Affairs & CCO

Signatures

D. Darin Martin 07/31/2006

**Signature of 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).

Grant of restricted stock approved in advance by the Issuer's Board of Directors on February 15, 2006, pursuant to the Issuer's 2004

(1) Equity Incentive Plan, and exempt from Section 16(b) under Rule 16b-3(d)(1). Shares vest on the last day of fiscal year 2008 if (i)

Reported Person remains an employee of Issuer through the last day of fiscal year 2008 and (ii) if the Issuer achieves certain operating income targets for fiscal years 2006, 2007, and 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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