UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 106955 / November 23, 2026

ACCOUNTING AND AUDITING ENFORCEMENT
Release No. 4607 / November 23, 2026

ADMINISTRATIVE PROCEEDING
File No. 3-22791

In the Matter of **3D SYSTEMS CORPORATION,** **Respondent.**	**ORDER INSTITUTING CEASE-AND-DESIST PROCEEDINGS PURSUANT TO SECTION 21C OF THE SECURITIES EXCHANGE ACT OF 1934, MAKING FINDINGS, AND IMPOSING A CEASE-AND-DESIST ORDER**

I.

The Securities and Exchange Commission ("Commission") deems it appropriate that cease-and-desist proceedings be, and hereby are, instituted pursuant to Section 21C of the Securities Exchange Act of 1934 ("Exchange Act"), against 3D Systems Corporation ("3D Systems," "the Company," or "Respondent").

II.

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the "Offer") which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting the findings herein, except as to the Commission's jurisdiction over it and the subject matter of these proceedings, which are admitted, Respondent consents to the entry of this Order Instituting Cease-and-Desist Proceedings Pursuant to Section 21C of the Securities Exchange Act of 1934, Making Findings, and Imposing a Cease-and-Desist Order ("Order"), as set forth below.

III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

Summary

1. This matter involves internal accounting controls and internal control over financial reporting ("ICFR") violations by 3D Systems, an international company with headquarters in South Carolina that provides 3D printing and digital manufacturing health care and industrial solutions. 3D Systems has failed, over a sustained multi-year period from 2020 to the present, to devise and maintain a sufficient system of internal accounting controls required of a public issuer. In six consecutive Forms 10-K, 3D Systems disclosed material weaknesses that rendered its ICFR ineffective, reporting multiple material weaknesses each year. Despite pervasive and systemic material weaknesses and insufficient internal accounting controls, 3D Systems' approach to remediation has been inconsistent and inadequate, including in areas such as the revenue recognition process and the financial closing process.

2. Although 3D Systems attempted to improve its internal accounting controls over the years, 3D Systems' senior management did not dedicate the necessary accounting resources to remediate its control environment until 2025. During this period, 3D Systems employed cost-cutting measures across the Company throughout 2023 and 2024, including terminating various remediation and long-term financial transformation initiatives, eliminating the Chief Accounting Officer position, and making budget cuts to its finance and accounting organization.

3. As a consequence of the Company's sustained control failures and ineffective ICFR, 3D Systems was unable to ensure timely financial reporting. The lack of internal accounting controls related to a revenue-based system implementation and resulting material weakness led to the late filing of all of its periodic reports that were due in 2024 (*i.e.*, its 2023 Form 10-K and three Forms 10-Q). The Company's failure to timely file these reports caused it to lose eligibility to use Form S-3 registration statements and to qualify as a "well-known seasoned issuer" from February 29, 2024 to December 1, 2025. Additionally, the Company's periodic reports filed during this period included a risk factor disclosure acknowledging that this loss of status impaired the Company's ability to raise capital and engage in strategic transactions 3D Systems also disclosed, year after year, the risk that material errors could occur and go undetected due to its ineffective ICFR.

4. As a result of the conduct described above, 3D Systems violated Section 13(b)(2)(B) of the Exchange Act and Rule 13a-15(a) thereunder.

Respondent

5. 3D Systems Corporation ("3D Systems") is a Delaware corporation headquartered in South Carolina. 3D Systems' common stock is registered with the Commission pursuant to Section 12(b) of the Exchange Act. 3D Systems' common stock is listed on the New York Stock Exchange under the symbol "DDD." 3D Systems files periodic reports, including Forms 10-K and

10-Q, with the Commission pursuant to Section 13(a) of the Exchange Act and related rules thereunder.

3D Systems' Long-Term Insufficient Internal Accounting Controls and Ineffective ICFR

6. As described below, 3D Systems has identified persistent material weaknesses in multiple areas due to an insufficient system of internal accounting controls for six consecutive Forms 10-K. During this period, the material weaknesses concerned a variety of functions—including revenue recognition, financial closing, control environment, and other areas—with some issues remaining unremediated for five or more years. Throughout the years, 3D Systems has disclosed that ineffective ICFR presents serious risks, repeatedly disclosing in the risk factors in its SEC filings that material weaknesses could result in material errors in its financial statements going unprevented or undetected. Despite these disclosures, and despite the Company's repeated commitments that it would undertake remedial measures, 3D Systems' internal accounting controls remain insufficient.

7. On March 5, 2021, 3D Systems filed an annual report Form 10-K for its fiscal year ended December 31, 2020. In connection with filing that Form 10-K, the Company identified two material weaknesses. These material weaknesses involved "a lack of certain controls, or improper execution of designed control procedures," relating to (1) certain non-standard contracts and non-standard contract terms within the revenue process and (2) the review of internally prepared reports and analyses utilized in the financial closing process. In the same Form 10-K, 3D Systems disclosed that management was working to develop and implement various processes, procedures, and actions that it believed would remediate its material weaknesses.

8. *Revenue Recognition*. The material weaknesses in the revenue recognition process have remained unremediated for over five years. These systemic deficiencies over revenue recognition concern a core business function that is important to investors. 3D Systems' management has repeatedly identified material weaknesses in revenue recognition encompassing a broad range of aggregated deficiencies, including insufficient internal accounting controls related to: sales order entry; revenue pricing models; stand-alone selling price and appropriately capturing the allocation of the transaction price to the performance obligations; non-routine sales contracts; deferred revenue; the input of terms into revenue recognition information systems; and the accounting for and review of revenue recognition timing.

9. *Financial Closing Process.* 3D Systems' management identified material weaknesses for five consecutive years, from 2020 through 2025, relating to an inadequate financial closing process. These material weaknesses were comprised of aggregated deficiencies across the design and implementation of internal accounting controls, including those within Enterprise Resource Planning systems that relate to finance and accounting, such as its general ledger chart of accounts. Management also identified failures in maintaining controls over comprehensive formal account policies, review of internally prepared reports and analyses used in financial reporting, manual journal entries, account reconciliations, and the preparation and review of financial statement disclosures.

10. *Control Environment.* The Company identified a material weakness in 2023 related to 3D Systems' lack of commitment to control environment principles. The Company concluded that it "did not effectively design, implement and maintain formal accounting policies, procedures and controls over significant accounts and disclosures in order to achieve complete, accurate and timely financial accounting, reporting and disclosures with respect to: . . .

The maintenance of an effective control environment: specifically, as it relates to:

(a) senior management's commitment to the control environment principles; and

(b) maintaining sufficient qualified resources with the appropriate level of knowledge, experience, and training necessary to support accounting and financial reporting processes and controls."

11. *Additional Areas.* 3D Systems' management also identified material weaknesses concerning: (a) its provision of income taxes (2021); (b) the accounting treatment for certain technical matters related to certain transactions and financial statement accounts (2023, 2024); (c) the implementation of an accounting system (2023); (d) the valuation of indefinite-lived intangible assets, goodwill, and other long-lived assets (2024); and (e) over the accounting treatment for market-based stock compensation awards (2025).

12. From the end of 2020 through August 2024, the material weaknesses described above evidenced insufficient internal accounting controls, which contributed to errors in 3D Systems' books and records, including prior period errors attributable to previously issued financial statements, as that term is defined in ASC 250-10-20, that management determined were not material.

13. The insufficient internal accounting controls related to the system implementation and ineffective ICFR in 2023 also contributed to 3D Systems' inability to provide timely and accurate data from its new system to its auditors. For example, from at least 2020 through August 2023, 3D Systems used manual Excel Spreadsheets to perform certain revenue calculations. 3D Systems, its auditor, and its third-party consultants repeatedly found this manual process to be unreliable and inaccurate, though none resulted in a restatement of previously-issued financial statements; the Company identified material weaknesses relating to sales order entry, order-to-cash, accounting reconciliations during consolidation, and revenue pricing models during that time period.

14. In August 2023, 3D Systems implemented an automated system to perform the revenue calculations. However, management failed to configure this automated system to perform the calculations in accordance with GAAP and failed to upload complete and accurate price and other data to be used in the calculations, amongst other issues. As a result, inaccuracies were embedded in the system and generated incorrect revenue calculations and recorded entries from August through December 2023. These failures contributed to 3D Systems' inability to provide full and accurate documentation to its then-auditor until six months after its fiscal year ended. These issues with the system implementation resulted in an additional material weakness that was not

remediated until December 31, 2025. Taken together, both the Company's prior manual process for revenue calculations and the subsequently implemented automated system did not provide reasonable assurance of reliable financial reporting that would allow the Company's financial statements to be prepared in conformity with generally accepted accounting principles.

15. The failure to maintain a sufficient system of internal accounting controls over its system implementation and ineffective ICFR ultimately led 3D Systems to file its Form 10-K for the fiscal year ended December 31, 2023 on August 13, 2024, more than five months after it was due and its Forms 10-Q for the fiscal quarters ended March 31, 2024, June 30, 2024 and September 30, 2024 late. The Company's failure to timely file these reports caused it to lose eligibility to use Form S-3 registration statements and to qualify as a "well-known seasoned issuer" from February 29, 2024 to December 1, 2025. The Company's periodic reports filed during this period included a risk factor disclosure acknowledging that this loss of status jeopardized the Company's ability to raise capital and engage in strategic transactions.

3D Systems' Uneven Commitment to Remediation

16. In 2021 and 2022, 3D Systems retained two different third-party consultants to identify the root causes of the deficiencies in its system of internal accounting controls and to assess the Company's remediation needs. Both senior management and the consultants repeatedly acknowledged that the Company's control framework was deeply flawed. The consultants identified problems within 3D Systems' internal accounting controls, including an ineffective control framework, inadequate accounting resources, the absence of embedded or formalized controls in systems critical for the Company, the lack of discipline over financial-closing procedures, and persistent deficiencies in revenue-recognition processes. Despite disclosing each year that comprehensive remediation would be necessary and despite receiving detailed remediation plans from those consultants, the Company's efforts during this period remained insufficient to address its control failures.

17. By 2023, after recognizing that a more comprehensive and sustained effort was required, 3D Systems restructured its remediation approach by hiring a seasoned Chief Accounting Officer and, with Audit Committee approval, engaged consultants with expanded authority to develop and execute a long-term remediation and financial transformation plan. This enhanced framework attempted to centralize responsibility, impose discipline, and ensure follow-through on the remediation initiatives that prior assessments had identified.

18. However, throughout 2024, the remediation efforts of the Company remained incomplete. For example, after identifying five material weaknesses in its 2023 Form 10-K, in 2024, 3D Systems discontinued many of its then-existing remediation initiatives, eliminated the Chief Accounting Officer position, and terminated several long-term financial transformation projects.

19. Over the course of fiscal year 2025, 3D Systems did implement remedial actions that allowed it to remediate three of the four material weaknesses from 2024, including the long-standing material weakness related to the financial closing process. The existing revenue process

material weakness was also substantially narrowed in 2024. Additionally, after filing the Form 10-Q that was due on November 12, 2024 late, over the course of 2025, 3D Systems timely filed all of the current and periodic reports that impact S-3 eligibility, resulting in the restoration of its ability to file Form S-3 registration statements.

20. In sum, 3D Systems' conduct reflects long-standing, systemic failures to devise and maintain a system of internal accounting controls sufficient to provide reasonable assurance that its financial statements would be prepared in conformity with generally accepted accounting principles. The repeated identification of material weaknesses in ICFR—combined with the Company's failure to remediate them over a period exceeding five years—demonstrates pervasive noncompliance, inconsistent commitment to remediation, and a control environment that remained fundamentally flawed throughout the relevant period.

Violations

21. As a result of the conduct described above, 3D Systems violated Section 13(b)(2)(B) of the Exchange Act, which requires every issuer with a class of securities registered under Section 12, such as 3D Systems, to devise and maintain a system of internal accounting controls sufficient to provide reasonable assurances that transactions are recorded as necessary to permit preparation of financial statements in conformity with GAAP or any other criteria applicable to such statements.

22. As a result of the conduct described above, 3D Systems violated Rule 13a-15(a) of the Exchange Act, which requires every issuer with a class of securities registered under Section 12, such as 3D Systems, to maintain ICFR.

3D Systems' Cooperation, and Remedial Efforts

23. In determining to accept the Offer, the Commission considered 3D Systems' cooperation with the staff's investigation, and its recent remediation efforts.

Undertakings

24. Respondent has undertaken to:

a. Fully remediate its material weaknesses in internal control over financial reporting ("ICFR") disclosed in the Company's Form 10-K for the fiscal year ending December 31, 2025 by December 31, 2027.[1]

[1] The Company identified material weaknesses resulting from its failure to "design and maintain adequate controls": (1) "within the revenue process to address the determination of standalone selling price and allocation of the transaction price to separate performance obligations for revenue accounting;" and (2) "over the accounting treatment for market-based stock compensation awards."

b. Disclosing in a SEC filing, by the earlier of (i) the filing of its Form 10-K for 3D Systems' fiscal year ending December 31, 2027 or (ii) March 31, 2028, whether in management's opinion, 3D Systems has fully remediated its material weaknesses in ICFR identified in the Company's Form 10-K for the fiscal year ended December 31, 2025.

c. Certify, in writing, compliance with the undertakings set forth above. The certification shall identify the undertaking, provide written evidence of compliance in the form of a narrative, and be supported by exhibits sufficient to demonstrate compliance. Commission staff may make reasonable requests for evidence of compliance, and 3D Systems agrees to provide such evidence. The certification and any supporting material should be submitted to Sarah Lamoree, Assistant Director, with a copy to the Office of Chief Counsel of the Enforcement Division, no later than sixty (60) days from the date of the completion of the undertakings.

d. Any evidence 3D Systems provides in response to Commission staff requests for evidence of compliance by will likely include confidential financial, proprietary, competitive business or commercial information. Public disclosure of such evidence could discourage cooperation, impede pending or potential government investigations or undermine the objectives of the reporting requirement. For these reasons, among others, such evidence thereof are intended to remain and shall remain non-public, except (1) pursuant to court order, (2) as agreed to by the parties in writing, (3) to the extent that the Commission determines in its sole discretion that disclosure would be in furtherance of the Commission's discharge of its duties and responsibilities, or (4) is otherwise required by law.

e. For good cause shown, the Commission staff may extend any of the procedural dates relating to the undertakings set forth in this Order. Deadlines for procedural dates shall be counted in calendar days, except that if the last day falls on a weekend or federal holiday, the next business day shall be considered to be the last day.

IV.

In view of the foregoing, the Commission deems it appropriate to impose the sanctions agreed to in Respondent 3D Systems' Offer.

Accordingly, it is hereby ORDERED that**:**

A. Pursuant to Section 21C of the Exchange Act, Respondent 3D Systems cease and desist from committing or causing any violations and any future violations of Section 13(b)(2)(B) of the Exchange Act and Rule13a-15(a) thereunder.

B. Respondent shall comply with the undertakings enumerated in Paragraph 24 above.

C. Respondent shall, within 10 days of the entry of this Order, pay a civil money penalty in the amount of $250,000 to the Securities and Exchange Commission for transfer to the general fund of the United States Treasury, subject to Exchange Act Section 21F(g)(3). If timely payment is not made, additional interest shall accrue pursuant to 31 U.S.C. §3717.

D. Payment(s) must be made in one of the following ways:

(1) Respondent may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request;

(2) Respondent may make direct payment from a bank account via Pay.gov through the SEC website at http://www.sec.gov/about/offices/ofm.htm; or

(3) Respondent may pay by certified check, bank cashier's check, or United States postal money order, made payable to the Securities and Exchange Commission and hand-delivered or mailed to:

Enterprise Services Center
Accounts Receivable Branch
HQ Bldg., Room 181, AMZ-341
6500 South MacArthur Boulevard
Oklahoma City, OK 73169

Payments by check or money order must be accompanied by a cover letter identifying 3D Systems as a Respondent in these proceedings, and the file number of these proceedings; a copy of the cover letter and check or money order must be sent to Sarah Lamoree, Division of Enforcement, Securities and Exchange Commission, 100 F St., NE, Washington, DC 20549.

E. Amounts ordered to be paid as civil money penalties pursuant to this Order shall be treated as penalties paid to the government for all purposes, including all tax purposes. To preserve the deterrent effect of the civil penalty, Respondent agrees that in any Related Investor Action, it shall not argue that it is entitled to, nor shall it benefit by, offset or reduction of any award of compensatory damages by the amount of any part of Respondent's payment of a civil penalty in this action ("Penalty Offset"). If the court in any Related Investor Action grants such a Penalty Offset, Respondent agrees that it shall, within 30 days after entry of a final order granting the Penalty Offset, notify the Commission's counsel in this action and pay the amount of the Penalty Offset to the Securities and Exchange Commission. Such a payment shall not be deemed an additional civil penalty and shall not be deemed to change the amount of the civil penalty imposed in this proceeding. For purposes of this paragraph, a "Related Investor Action"

means a private damages action brought against Respondent by or on behalf of one or more investors based on substantially the same facts as alleged in the Order instituted by the Commission in this proceeding.

By the Commission.

Vanessa A. Countryman
Secretary