

NASD
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. E0120040272-02

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REGISTRATION & DISCLOSURE

TO: Department of Enforcement
NASD

RE: Wenge Hu
General Securities Representative
CRD No. 4575949

Pursuant to Rule 9216 of NASD Code of Procedure, I submit this Letter of Acceptance, Waiver and Consent ("AWC") for the purpose of proposing a settlement of the alleged rule violations described in Part II below. This AWC is submitted on the condition that, if accepted, NASD will not bring any future actions against me alleging violations based on the same factual findings.

I understand that:

1. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by NASD's Department of Enforcement and National Adjudicatory Council ("NAC") Review Subcommittee or Office of Disciplinary Affairs ("ODA"), pursuant to NASD Rule 9216;
2. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against me; and
3. If accepted:
 - a. this AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by NASD or any other regulator against me;
 - b. this AWC will be made available through NASD's public disclosure program in response to public inquiries about my disciplinary record;
 - c. NASD may make a public announcement concerning this agreement and the subject matter thereof in accordance with NASD Rule 8310 and IM-8310-2; and
 - d. I may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any allegation in this AWC or create the impression that the

AWC is without factual basis. Nothing in this provision affects my testimonial obligations or right to take legal or factual positions in litigation or other legal proceedings in which NASD is not a party.

I also understand that my experience in the securities industry and disciplinary history may be factors that will be considered in deciding whether to accept this AWC. That experience and history are as follows:

Wenge Hu entered the securities industry on or about August 12, 2002, through Pruco Securities LLC ("Pruco"), a NASD member firm. The Prudential Insurance Company of America jointly employed Hu. She registered as an Investment Company Products / Variable Contracts Representative with Pruco on or about September 3, 2002, and as a General Securities Representative on or about June 29, 2004. Hu remained registered in those capacities with Pruco until the firm terminated her employment on or about July 15, 2004.

Wenge Hu is not currently associated with any NASD member and has not been the subject of prior disciplinary action by NASD, other self-regulatory organizations, the Securities and Exchange Commission, or any state regulator.

I.

WAIVER OF PROCEDURAL RIGHTS

I specifically and voluntarily waive the following rights granted under NASD's Code of Procedure:

- A. To have a Formal Complaint issued specifying the allegations against me;
- B. To be notified of the Formal Complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made and to have a written decision issued; and
- D. To appeal any such decision to the NAC and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, I specifically and voluntarily waive any right to claim bias or prejudgment of the General Counsel, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including acceptance or rejection of this AWC.

I further specifically and voluntarily waive any right to claim that a person violated the ex parte prohibitions of Rule 9143 or the separation of functions prohibitions of Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

II.

ACCEPTANCE AND CONSENT

A. I hereby accept and consent, without admitting or denying the allegations or findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of NASD, or to which NASD is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by NASD:

- 1.** On or about September 21, 2003, The Prudential Insurance Company of America's ("Prudential") customer M.O. signed an Application for Life Insurance or Policy Change ("Application") to replace her current life insurance policy with a new policy and Wenge Hu submitted it to Prudential for processing. Subsequent to submitting the Application, Prudential contacted Hu and informed her that client M.O. also needed to submit a signed "Important Notice Regarding Replacement" Form ("Replacement Form"). The purpose of the Replacement Form was to ensure that the client was aware of their existing policy benefits and the proposed policy's benefits, in order for them to make an informed decision on replacing their existing policy with a new one. On or about September 29, 2003, Hu signed Prudential customer M.O.'s name to a Replacement Form without M.O.'s knowledge or consent and submitted it to Prudential for processing.
- 2.** On or about June 16, 2003, Prudential customer T.K. signed an Application to replace his current life insurance policy with a new policy and Wenge Hu submitted it to Prudential for processing. Subsequent to submitting the Application, Prudential contacted Hu and informed her that client T.K. needed to submit a signed Replacement Form. On or about September 29, 2003, Hu signed Prudential customer T.K.'s name to a Replacement Form without T.K.'s knowledge or consent and submitted it to Prudential for processing.
- 3.** On or about August 13, 2003, Prudential customer S.L. signed an Application to replace her current life insurance policy with a new policy and Wenge Hu submitted it to Prudential for processing. Subsequent to submitting the Application, Prudential contacted Hu and informed her that client S.L. needed to submit a signed Replacement Form. On or about September 30, 2003, Hu

signed Prudential customer S.L.'s name to a Replacement Form without S.L.'s knowledge or consent and submitted it to Prudential for processing.

4. On or about February 21, 2004, Prudential customer K.L. signed a Replacement Form, as well as a "Life Insurance Product Feature Comparison" Form ("Comparison Form") in order to replace his current life insurance policy with a new policy and Wenge Hu submitted it to Prudential for processing. Subsequent to submitting the Application, Prudential contacted Hu and noted some errors on the Comparison Form that needed to be corrected and initialed by customer K.L. On or around April 6, 2004, Hu signed Prudential customer K.L.'s initials to the Comparison Form without K.L.'s knowledge or consent and submitted it to Prudential for processing. Prudential immediately informed Hu of a couple of additional errors on the Comparison Form that needed to be corrected and initialed by customer K.L. On or around April 6, 2004, Hu again signed Prudential customer K.L.'s initials to the Comparison Form without K.L.'s knowledge or consent and submitted it to Prudential for processing.

The foregoing acts, practices and conduct constitute separate and distinct violations of NASD Conduct Rule 2110 by Wenge Hu.

5. During the course of an ongoing investigation, NASD staff has sought documents and information from Respondent Hu pursuant to NASD Procedural Rule 8210. Despite these requests, Wenge Hu has totally failed to produce documents and information requested pursuant to three separate requests.

The foregoing acts, practices and conduct constitute separate and distinct violations of NASD Procedural Rule 8210 and Conduct Rule 2110 by Respondent Hu.

B. I also consent to the imposition, at a maximum, of the following sanctions:

1. Wenge Hu shall be barred from associating with any member of NASD in any capacity.

Pursuant to IM-8310-2(f), a bar or expulsion shall become effective upon approval or acceptance of this AWC by the NAC.

III.

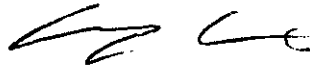
OTHER MATTERS

- A. I understand that if I am barred or suspended from associating with any NASD member, I become subject to a statutory disqualification as that term is defined in Section 3(a)(39) of the Securities Exchange Act of 1934, as amended. Accordingly, I may not be associated with any NASD member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension. (See NASD Rule 8310 and IM-8310-1.)

I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it, and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein, has been made to induce me to submit it.

10-17-05

Date



Wenge Hu

Accepted by NASD:

November 11, 2005
Date

Signed on behalf of the
Director of ODA, by delegated authority



Mark A. Graves
Senior Regional Attorney
NASD Department of Enforcement
525 Market Street
Suite 300
San Francisco, CA 94105
(415) 882-1200

NASD Senior Vice President, West Region

Elisabeth P. Owens
NASD, District 1 – San Francisco
525 Market Street
Suite 300
San Francisco, CA 94105
(415) 882-1200