

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

**INVESTMENT ADVISERS ACT OF 1940**  
**Release No. 2760 / July 24, 2008**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13098**

**In the Matter of**

**RUBIN CHEN a/k/a RUBEN  
CHEN a/k/a RUOPIAN  
CHEN,**

**Respondent.**

**ORDER INSTITUTING  
ADMINISTRATIVE PROCEEDINGS  
PURSUANT TO SECTION 203(f) OF THE  
INVESTMENT ADVISERS ACT OF 1940,  
MAKING FINDINGS, AND IMPOSING  
REMEDIAL SANCTIONS**

**I.**

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Rubin Chen a/k/a Ruben Chen a/k/a Ruopian Chen (“Respondent” or “Chen”).

**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 or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section III.2 and III.4 below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 203(f) of the Investment Advisers Act of 1940, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

**III.**

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

1. Chen is a resident of Englishtown, New Jersey. From approximately July 18, 2005, until March 14, 2007, Chen was employed by ING Investment Management Services, LLC (“ING”) in New York, New York, as a Vice-President of the Fund of Funds Department and the head of relative value hedge fund strategies. In this role, he was associated with a subsidiary of ING, ING Alternative Asset Management LLC, which is a registered investment adviser. On March 14, 2007, Chen resigned from ING after refusing the company’s request that he cooperate with the firm’s internal investigation of his trading.

2. On July 3, 2008, a Final Judgment was entered by consent against Chen, and his wife Jennifer Xujia Wang (“Wang”), permanently enjoining them from future violations of Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder, in the civil action entitled Securities and Exchange Commission v. Jennifer Xujia Wang, et al., Civil Action Number 07-CV-3715 (AKH), in the United States District Court for the Southern District of New York. The Final Judgment also ordered Chen and Wang, jointly and severally, to pay disgorgement and prejudgment interest totaling \$784,829; and ordered Chen and Wang each to pay a civil penalty of \$50,000, based on their sworn representations made to the Commission concerning their financial condition.

3. The Commission’s Amended Complaint alleged that Wang and Chen obtained illegal profits of \$727,733 by trading on the basis of material nonpublic information concerning various proposed corporate acquisition transactions. The Amended Complaint further alleged that Wang, in her position as a Vice President of Morgan Stanley & Co., Inc., was privy to material nonpublic information concerning each of the pending acquisitions, which she unlawfully disclosed to Chen.

4. On September 5, 2007, Chen pled guilty to four felony counts, including one count of conspiracy to commit securities fraud, in violation of Title 18, United States Code, Section 371, and three counts of insider trading, in violation of Title 15, United States Code, Sections 78j(b) and 78ff, Title 17, Code of Federal Regulations, Sections 240.10b-5 and 240.10b5-2, and Title 18, United States Code, Section 2, before the United States District Court for the Southern District of New York, in United States v. Xujia Wang, et al., 07-CR-730.

5. The counts of the criminal information to which Chen pled guilty are based largely on conduct included as part of the allegations in the Commission’s Amended Complaint.

#### IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Chen’s Offer.

Accordingly, it is hereby ORDERED:

Pursuant to Section 203(f) of the Advisers Act, that Respondent Chen be, and hereby is barred from association with any investment adviser.

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Florence E. Harmon  
Acting Secretary