

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 71379 / January 23, 2014

ADMINISTRATIVE PROCEEDING
File No. 3-15683

In the Matter of

WALDYR DA SILVA PRADO
NETO,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934
AND NOTICE OF HEARING

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 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Waldyr Da Silva Prado Neto (“Respondent” or “Prado”).

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENT

1. Prado is a Brazilian citizen who had been working and residing in Miami, Florida, until he fled to Brazil in September 2012. From 1999 through May 2012, during the time in which he engaged in the conduct underlying the complaint described below, Prado was a registered representative associated with Wells Fargo Advisors, LLC (“Wells Fargo Advisors”), a broker-dealer registered with the Commission, or its predecessor entities. Prado, 43 years old, is believed to reside currently in Brazil.

B. ENTRY OF THE INJUNCTION

2. On January 7, 2014, a final judgment was entered against Prado, permanently enjoining him from future violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and Section 14(e) of the Exchange Act and Rule 14e-3 thereunder, in the civil action entitled Securities and Exchange Commission v. Waldyr Da Silva Prado Neto, Civil Action Number 12 CIV 7094 (KPF), in the United States District Court for the Southern District of New York.

3. The Commission's complaint alleged that, between May and September 2010, Prado committed insider trading in the securities of Burger King Holdings, Inc. ("Burger King"). The complaint alleged that Burger King was the subject of negotiations that it would be acquired by private equity firm 3G Capital Partners Ltd. ("3G Capital"), and that Prado, while a registered representative at Wells Fargo Advisors, learned about the impending acquisition from a brokerage customer who invested in a fund managed by 3G Capital used to acquire Burger King. The complaint alleged that Prado misappropriated material nonpublic information about the Burger King acquisition from this customer and Prado used this information to trade Burger King securities in his Wells Fargo Advisors account before the September 2, 2010 acquisition announcement and reaped over \$175,000 in illicit profits. The complaint also alleged that Prado tipped at least four of his brokerage customers who purchased Burger King securities before the announcement and together they reaped profits of \$1.9 million.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

A. Whether the allegations set forth in Section II hereof are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b) of the Exchange Act.

IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against him upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f) and 201.310.

This Order shall be served forthwith upon Respondent personally or by certified mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 210 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary