

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 34-96670 / January 17, 2023

INVESTMENT ADVISERS ACT OF 1940
File No. IA-6219

ADMINISTRATIVE PROCEEDING
File No. 3-21279

In the Matter of

MATTHEW A. BELL,

Respondent.

**ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934
AND 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 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) and Section 203(f) of the Investment Advisers Act of 1940 (“Advisers Act”) against Matthew A. Bell (“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, Respondent admits the Commission’s jurisdiction over him and the subject matter of these proceedings and the findings contained in paragraphs B.2 and B.4 below, and consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934 and 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. Bell, 52, was a registered representative and an investment adviser representative who presently resides in San Antonio, Texas. Bell was employed as an investment adviser representative at the registered investment adviser Alamo Investment Advisors LLC ("Alamo") during the time period at issue. On December 23, 2013, he terminated his association with Alamo. Bell is no longer associated with a registered entity. While at Alamo, Bell was concurrently a registered representative associated with registered broker-dealers WFG Investments, Inc. ("WFG") from July 2009 through June 2013 and Securities America, Inc. from August 2013 to October 2013. He was associated with a number of other registered broker-dealers prior to that time and held Series 7, 63, and 65 securities licenses.

2. On December 22, 2022, a final judgment was entered by consent against Bell, permanently enjoining him from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 ("Securities Act") and Sections 9(a) and 10(b) of the Exchange Act and Rule 10b-5 thereunder, in the civil action entitled Securities and Exchange Commission v. DiScala, et al., 14-cv-4346 (ENV), in the United States District Court for the Eastern District of New York.

3. The Commission's complaint alleged that Bell engaged in a scheme to inflate the price of the stock of CodeSmart Holdings, Inc. and then profit at the expense of his brokerage customers. The complaint also alleged that Bell sold unregistered securities.

4. On October 15, 2014, Bell pled guilty to one count of conspiracy to commit securities fraud and one count of conspiracy to commit mail fraud and wire fraud in violation of 18 U.S.C. § 371 before the United States District Court for the Eastern District of New York, in United States v. DiScala, 14 cr. 399. Bell has not yet been sentenced.

IV.

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

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act and Section 203(f) of the Advisers Act, that Respondent Bell be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization.

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, compliance with the Commission's order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a Court against the

Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission order; (d) 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 (e) 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.

Vanessa A. Countryman
Secretary