

Roger R. Bell & Co., Inc.

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www.RogerRBellandCompany.com

March 10, 2023

**FORM ADV PART
2A BROCHURE**

CRD 133477

This brochure provides information about the qualifications and business practices of Roger R. Bell & Company, Inc. If you have any questions about the contents of this brochure, please contact us at (540) 980-7118 and/or Roger@RogerRBell.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Roger R. Bell & Company, Inc. is available on the SEC's website at www.adviserinfo.sec.gov.

Roger R. Bell & Company, Inc. is a registered investment adviser. Registration with any state securities authority does not imply a certain level of skill or training.

Item 2 Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Since the filing of our last annual updating amendment, dated March 09, 2022, we have no material changes to report.

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Item 4 Advisory Business

Roger R. Bell & Company, Inc. is a registered investment adviser based in Pulaski, VA. We are organized as a corporation under the laws of the Commonwealth of Virginia. Under this name, we have been providing financial planning and investment advisory services since 2005. Roger R. Bell, II, is our principal owner. Currently, we offer "Financial Planning, Investment Advisory Services, and Implementation Services", which is personalized to each individual client.

As used in this brochure, the words "we", "our" and "us" refer to Roger R. Bell & Company, Inc. and the words "you", "your" and "client" refer to you as either a client or prospective client of our firm. Also, you may see the term Associated Person throughout this brochure. As used in this brochure, our Associated Persons are our firm's officers, employees, and all individuals providing investment advice on behalf of our firm.

The following paragraphs describe our services and fees. Please refer to the description of each investment advisory service listed below for information on how we tailor our advisory services to your individual needs.

Financial Planning, Investment Advisory, and Implementation Services

As to the above, we offer broad-based and modular planning services. Each planning service will typically involve providing a variety of advisory services to clients regarding the management of their financial resources based upon an analysis of their individual needs. If you retain our firm for one of these planning services, we will meet with you to gather information about your financial circumstances and objectives.

The process begins with an initial one-half hour complimentary consultation during which the various services we provide are explained. However, any time spent in excess of the initial one-half hour may be billable at our hourly rate. During or after the initial consultation, if you decide to engage us for a certain planning services, pertinent information about your personal and financial circumstances and objectives will be collected. Where required, we will conduct follow-up planning conferences for the purpose of reviewing and/or collecting financial data. Once such information has been reviewed and analyzed, a written financial plan - designed to achieve your stated financial goals and objectives - may be produced and presented to you. Additionally, planning advice and/or recommendations may be provided verbally.

For clients who may only require advice on a single aspect of the management of their financial resources, we offer various plans in a modular format that will address only those specific areas of concern. Broad-based or modular planning services may include any one, or more, of the following services:

- Retirement Planning
- Investment Analysis and Allocation Planning
- 401(k) and IRA Rollover Planning
- 403(b) and 457 Planning
- TIAA - CREF and VRS Reviews
- Roth IRAs and Roth Conversions
- Self-Directed IRA Planning
- Life and Disability Insurance Planning
- Long Term Care and Annuity Planning
- Education Planning
- Debt Management/Reduction

- Divorce - Division of Assets Planning
- Cash Flow - Budgeting
- Estate Planning & Administration
- Trust Planning for Charitable and Marital Needs
- Inheritance or Financial Settlement Planning
- Special Needs Planning for Minors/Adults
- Elder Care Planning
- Small Business Planning and Funding
- Home Purchase and Sale
- First Mortgage and Refinance Planning

After the plan is completed, you can choose to work with us to implement your plan. Such advice may include the origination of investment ideas and investment buy/sell recommendations. However, it will be your responsibility to ultimately determine if, and when such recommendations should be implemented.

The aforementioned financial planning, investment advisory, and implementation services are provided on either a fixed fee or hourly fee basis in accordance with the following fee schedule:

- **Fixed Fees:** Fixed fees range from \$300 to \$10,000, depending upon the scope and complexity of the financial planning services requested. Fixed fees are only negotiable if the estimated fee exceeds \$10,000. In limited circumstances, the fixed fees could exceed \$10,000 if such fees are warranted based on your financial situation and the services to be provided.
- **Hourly Fees:** Depending upon the scope and complexity of the financial planning services requested; the Firm assesses various hourly rates with a maximum hourly rate of \$800 per hour. The Firm may negotiate with you to provide these services for a fixed fee.

The type and amount of the fees charged to you will be determined on a case-by-case basis, and are based on the complexity of your financial situation and the scope of services to be provided. An estimate of the total cost will be determined at the start of the advisory relationship. In any event, the services and fees will be detailed in the signed agreement for services. In limited circumstances, the cost/time could potentially exceed the initial estimate. In such cases, we will notify you and may request that you pay an additional fee. We will obtain written acknowledgment from you with respect to the fee adjustment.

Generally, our fixed and hourly fees are payable in advance of any services rendered. However, we may negotiate other fee paying arrangements, such as a 50% initial retainer due in advance of services rendered with the remaining balance due upon completion of the plan or where that remaining balance is payable in two quarterly installments from the date of the contract. Under the latter scenario, the first payment would be due 90 days from the date of contract and the second payment would be due 180 days from the date of contract. Generally, financial plans will be completed within 120 days of the date of contract. Under no circumstance will we require prepayment of a fee more than six months in advance and in excess of \$500.

Upon delivery of the initial financial plan, we will offer continuing planning services that may include periodic meetings to review your progress towards stated goals, a review of asset performance, implementation services, and minor updates to the existing plan*. For these monthly retainer services, we generally charge a fee between \$100 and \$10,000, depending on the complexity of the plan, your individualized needs and the term of the retainer contract. In limited circumstances, the retainer fees could exceed \$10,000 if such fees are warranted based on your financial situation and the services to

be provided. Fees are payable either monthly or quarterly in advance. Our fees and fee payment arrangements for retainer services are negotiable; therefore, arrangements with a particular client may differ from those detailed above. The agreement signed between you and the firm will detail the scope of the services to be provided and the associated fees and fee payment schedule.

*NOTE: Updates to a financial plan that would be considered extraordinary in nature would not be included under the retainer service. These updates will be provided upon your request and for an additional fee.

For those clients who are in need of continuing services but do not wish to contract with us on a retainer basis, we will make ourselves available to you for such services based on a pre-determined and agreed upon hourly fee.

You may terminate the financial planning agreement within five days of the date of acceptance without penalty to you. After the five-day period, either party may terminate the agreement by providing written notice to the other party. As the financial planning process is standardized, the plan will be considered 25% complete after the initial data gathering session, 75% complete after the data is analyzed, and 100% complete as of the delivery of the completed plan. In the event there are any prepaid, unearned fees at the time of termination, we will promptly refund a pro rata share to you.

You are under no obligation to act on our financial planning recommendations. Should you choose to act on any of our recommendations, you are not obligated to implement the financial plan through any of our other investment advisory services. Moreover, you may act on our recommendations by placing securities transactions with any brokerage firm.

Generally, financial plans will be completed within 120 days of the date of contract. Under no circumstance will we require prepayment of a fee more than six months in advance and in excess of \$500.

Types of Investments

We offer advice on equity securities, warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities, US Government securities, options contracts, fixed and variable annuities, and certain types of real estate.

Additionally, we may advise you on any type of investment that we deem appropriate based on your stated goals and objectives. We may also provide advice on any type of investment held in your portfolio at the inception of our advisory relationship.

You may request that we refrain from investing in particular securities or certain types of securities. You must provide these restrictions to our firm in writing.

Assets Under Management

At the present time, we do not manage client assets either on a discretionary basis or on a non-discretionary basis and we will not take custody or control of your assets at any time.

Item 5 Fees and Compensation

The type and amount of the fees charged to you will be determined on a case-by-case basis, and are based on the complexity of your financial situation and the scope of services to be provided. An estimate of the total cost will be determined at the start of the advisory relationship. In any event, the services and fees will be detailed in the signed agreement for services. In limited circumstances, the cost/time could potentially exceed the initial estimate. In such cases, we will notify you and may request that you pay an additional fee. We will obtain written acknowledgment from you with respect to the fee adjustment.

Generally, our fixed and hourly fees are payable in advance of any services rendered. However, we may negotiate other fee paying arrangements, such as a 50% initial retainer due in advance of services rendered with the remaining balance due upon completion of the plan or where that remaining balance is payable in two quarterly installments from the date of the contract. Under the latter scenario, the first payment would be due 90 days from the date of contract and the second payment would be due 180 days from the date of contract. We will send an invoice in accordance with our agreed upon payment terms, and you will be responsible for rendering payment directly to our firm. We do not deduct our fees from your investment accounts.

Upon delivery of the initial financial plan, we will offer continuing planning services that may include periodic meetings to review your progress towards stated goals, a review of asset performance, implementation services, and minor updates to the existing plan*. For these monthly retainer services, we generally charge a fee between \$100 and \$10,000, depending on the complexity of the plan, your individualized needs and the term of the retainer contract. In limited circumstances, the retainer fees could exceed \$10,000 if such fees are warranted based on your financial situation and the services to be provided. Fees are payable either monthly or quarterly in advance. Our fees and fee payment arrangements for retainer services are negotiable; therefore, arrangements with a particular client may differ from those detailed above. The agreement signed between you and the firm will detail the scope of the services to be provided and the associated fees and fee payment schedule.

*NOTE: Updates to a financial plan that would be considered extraordinary in nature would not be included under the retainer service. These updates will be provided upon your request and for an additional fee.

Please also refer to Item 4, *Advisory Business*, in this brochure for information on our advisory fees, fee deduction arrangements, and refund policy according to each service we offer.

Additional Fees and Expenses

As part of our investment advisory services to you, we may recommend that you invest in mutual funds, exchange traded funds, stocks, bonds and/or options annuities, life insurance, etc. The professional fees that you pay to our firm for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds (described in each fund's prospectus) to their shareholders. These fees will generally include a management fee and other fund expenses. You will also incur transaction charges and/or brokerage fees when purchasing or selling securities. These charges and fees are typically imposed by the broker-dealer or custodian through whom your account transactions are executed. We do not share in any portion of the brokerage fees/transaction charges imposed by the broker-dealer or custodian. To fully understand the total cost you will incur, you should review all the fees charged by mutual funds, exchange traded funds, our firm, and others. For information on our brokerage practices, please refer to the "Brokerage Practices" section of this brochure.

Compensation for the Sale of Other Investment Products

Persons providing investment advice on behalf of our firm are licensed as independent insurance agents. These persons will earn commission-based compensation for selling insurance products, including insurance products they sell to you. Insurance commissions earned by these persons are separate and in addition to our advisory fees. This receipt of commission based compensation presents a conflict of interest because persons providing investment advice on behalf of our firm who are insurance agents have an incentive to recommend insurance products; however, we endeavor at all times to place your interests first when making recommendations regarding insurance and investments. Moreover, you are under no obligation, contractually or otherwise, to purchase insurance products through any person affiliated with our firm.

Item 6 Performance-Based Fees and Side-By-Side Management

We do not accept performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees.

Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Our fees are calculated as described in the *Advisory Business* section above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in your advisory account.

Item 7 Types of Clients

We offer financial planning and investment advisory services to individuals, professionals, families, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities. In general, we do not require a minimum dollar amount to become an advisory client.

Item 8 Methods of Analysis, Investment Strategies and Risk of Loss

Our investment strategies and advice may vary depending upon each client's specific financial situation. As such, we determine investments and allocations based upon your predefined objectives, risk tolerance, time horizon, financial horizon, financial information, liquidity needs, and other various suitability factors. Your restrictions and guidelines may affect the composition of your portfolio.

Methods of Analysis

We may use one or more of the following methods of analysis when providing investment advice to you:

- **Fundamental Analysis** - involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value.
- **Technical Analysis** - involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks.
- **Cyclical Analysis** - a type of technical analysis that involves evaluating recurring price patterns and trends.
- **Charting Analysis** - involves the gathering and processing of price and volume information for a particular security. This price and volume information is analyzed using mathematical

equations. The resulting data is then applied to graphing charts, which is used to predict future price movements based on price patterns and trends.

Associated Risks

Charting and Technical Analysis - The risk of market timing based on technical analysis is that charts may not accurately predict future price movements. Current prices of securities may reflect all information known about the security and day to day changes in market prices of securities may follow random patterns and may not be predictable with any reliable degree of accuracy

Fundamental Analysis - The risk of fundamental analysis is that information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

Cyclical Analysis - Economic/business cycles may not be predictable and may have many fluctuations between long term expansions and contractions. The lengths of economic cycles may be difficult to predict with accuracy and therefore the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

Investment Strategies

We may use one or more of the following investment strategies when formulating investment advice:

- **Long Term Purchases** - securities purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year.
- **Short Term Purchases** - securities purchased with the expectation that they will be sold within a relatively short period of time, generally less than one year, to take advantage of the securities' short-term price fluctuations.
- **Short Sales** - a securities transaction in which an investor sells securities he or she borrowed in anticipation of a price decline. The investor is then required to return an equal number of shares at some point in the future. A short seller will profit if the stock goes down in price.
- **Option Writing** - a securities transaction that involves selling an option. An option is the right, but not the obligation, to buy or sell a particular security at a specified price before the expiration date of the option. When an investor sells an option, he or she must deliver to the buyer a specified number of shares if the buyer exercises the option. The seller pays the buyer a premium (the market price of the option at a particular time) in exchange for writing the option.

We may use investment strategies that involve buying and selling securities frequently in an effort to capture significant market gains and avoid significant losses during a volatile market. However, frequent trading can negatively affect investment performance, particularly through increased brokerage and other transactional costs and taxes.

Options: Options are complex securities that *involve risks and are not suitable for everyone. Option trading can be speculative in nature and carry substantial risk of loss. It is generally recommended that you only invest in options with risk capital.* An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an underlying asset at a specific price on or before a certain date (the "expiration date"). The two types of options are calls and puts:

A call gives the holder the right to buy an asset at a certain price within a specific period of time. Calls are similar to having a long position on a stock. Buyers of calls hope that the stock will increase substantially before the option expires.

A put gives the holder the right to sell an asset at a certain price within a specific period of time. Puts are very similar to having a short position on a stock. Buyers of puts hope that the price of the stock will fall before the option expires.

Selling options is more complicated and can be even riskier.

Tax Considerations

Our strategies and investments may have unique and significant tax implications. However, unless we specifically agree otherwise, and in writing, tax efficiency is not our primary consideration in the management of your assets. Regardless of your account size or any other factors, we strongly recommend that you continuously consult with a tax professional prior to and throughout the investing of your assets. Where appropriate and dependent upon the terms of your financial planning and investment advisory agreement, we will collaborate with your tax professional on these matters.

Moreover, as a result of revised IRS regulations, custodians and broker-dealers will begin reporting the cost basis of equities acquired in client accounts on or after January 1, 2011. If you retain us to assist you in implementing the financial plan that we have created on your behalf, our firm will either instruct the custodian to use the first-in first-out ('FIFO') accounting method for calculating and reporting the cost basis of your investments or the custodian will default to the FIFO method where no instruction is given.

You are responsible for contacting your tax advisor to determine if this accounting method is the right choice for you. If your tax advisor believes another accounting method is more advantageous, please provide written notice to our firm immediately and we will assist you in alerting your account custodian of your individually selected accounting method. Please note that decisions about cost basis accounting methods will need to be made before trades settle, as the cost basis method cannot be changed after settlement.

Risk of Loss

Investing in securities involves risk of loss that you should be prepared to bear. We do not represent or guarantee that our services or methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines. We cannot offer any guarantees or promises that your financial goals and objectives will be met. Past performance is in no way an indication of future performance.

Recommendation of Particular Types of Securities

As disclosed under the "Advisory Business" section in this brochure, and dependent upon your ascertained investment timeframe, goals, objectives and capacity to take risk, in addition to other pertinent factors, we may recommend various types of mutual funds, stocks, bonds and/or options. You should be advised of the following risks when investing in these types of securities

Mutual funds and exchange traded funds are professionally managed collective investment systems that pool money from many investors and invest in stocks, bonds, short-term money market instruments, other mutual funds, other securities or any combination thereof. The fund will have a manager that trades the fund's investments in accordance with the fund's investment objective. While mutual funds and ETFs generally provide diversification, risks can be significantly increased if the fund is concentrated in a particular sector of the market, primarily invests in small cap or speculative companies, uses leverage (i.e., borrows money) to a significant degree, or concentrates in a particular type of security (i.e., equities) rather than balancing the fund with different types of securities.

Exchange traded funds differ from mutual funds since they can be bought and sold throughout the day like stock and their price can fluctuate throughout the day. The returns on mutual funds and ETFs can be reduced by the costs to manage the funds. Also, while some mutual funds are "no load" and charge

no fee to buy into, or sell out of, the fund, other types of mutual funds do charge such fees which can also reduce returns. Mutual funds can also be "closed end" or "open end". So-called "open end" mutual funds continue to allow in new investors indefinitely which can dilute other investors' interests.

Item 9 Disciplinary Information

Roger R. Bell and Company, Inc. has been registered and providing various financial planning and investment advisory services since 2005. Prior to that time, Roger R. Bell and Company, Inc., and its principal, Roger R. Bell, II, have provided similar services via an affiliation with two broker dealers. Neither our firm nor any of our management persons have any reportable legal or disciplinary information.

Item 10 Other Financial Industry Activities and Affiliations

Other Outside Activities

Roger R. Bell, II, as an individual acting outside of the Firm, may also act as a fiduciary for non-advisory clients by accepting the position of trustee (generally co-trustee or successor trustee), executor and/or by the authority granted in a Power of Attorney ("POA") over certain aspects of the person's well being. For example, Mr. Bell may be granted the POA to direct the health care needs of one of his non-advisory clients. Mr. Bell spends a minor amount of his professional time in this capacity.

Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Description of Our Code of Ethics

We strive to comply with applicable laws and regulations governing our practices. Therefore, our Code of Ethics includes guidelines for professional standards of conduct for our Associated Persons. Our goal is to protect your interests at all times and to demonstrate our commitment to our fiduciary duties of honesty, good faith, and fair dealing with you. All of our Associated Persons are expected to adhere strictly to these guidelines. Persons associated with our firm are also required to report any violations of our Code of Ethics. Additionally, we maintain and enforce written policies reasonably designed to prevent the misuse or dissemination of material, non-public information about you or your account holdings by persons associated with our firm.

Clients or prospective clients may obtain a copy of our Code of Ethics by contacting us at the telephone number on the cover page of this brochure.

Participation or Interest in Client Transactions

Neither our firm nor any of our Associated Persons has any material financial interest in client transactions beyond the provision of investment advisory services as disclosed in this brochure.

Personal Trading Practices

Our firm or persons associated with our firm may buy or sell the same securities that we recommend to you or securities in which you are already invested. A conflict of interest exists in such cases because we have the ability to trade ahead of you and potentially receive more favorable prices than you will receive. To eliminate this conflict of interest, it is our policy that neither our Associated Persons nor we shall have priority over your account in the purchase or sale of securities.

Item 12 Brokerage Practices

We will suggest brokers to clients in need of such services. Such suggestions will take into account a number of factors, some of which may include custodial fees charged by the broker for holding securities for you, commission rates, quality of execution and record keeping and reporting capabilities, among others.

Brokerage for Client Referrals

We do not receive client referrals from broker-dealers in exchange for cash or other compensation, such as brokerage services or research.

Directed Brokerage

At our discretion, some clients may instruct our firm to use one or more particular brokers for the transactions in their accounts. If you choose to direct our firm to use a particular broker, this practice may prevent our firm from recommending a broker that may provide you a more favorable net price and execution. Thus, when directing brokerage business, you should consider whether the commission expenses, execution, clearance, and settlement capabilities that you will obtain through your broker are adequately favorable in comparison to those that we would otherwise recommend to you.

Trade Aggregation

If you instruct us to implement recommended transactions, we generally will not combine multiple orders for shares of the same securities purchased for advisory accounts (the practice of combining multiple orders for shares of the same securities is commonly referred to as "block trading"). Accordingly, you may pay different prices for the same securities transactions than other clients pay. Furthermore, we may not be able to buy and sell the same quantities of securities for you and you may pay higher commissions, fees, and/or transaction costs than other clients.

Item 13 Review of Accounts

If you contract with us for retainer services, we will provide you with reviews of, and updates to, your financial plan and the plan's implementation in accordance with the provisions set forth in the signed agreement for services. Alternatively, if you have contracted with us for a "one-time-only" financial planning service, we will provide you with reviews and updates to your plan upon your request and at an additional fee. The only triggering factors that would stimulate the review of your account are known changes in your financial situation and your request for an additional review.

Furthermore, if you choose to implement one of these plans with our assistance, and investments are obtained, you will receive quarterly statements directly from the account custodian. Such statements may include the account's current value, a list of the investments held in the account and each investments current value, among other items.

Item 14 Client Referrals and Other Compensation

We do not compensate any individual or firm for client referrals. Please refer to the "Brokerage Practices" section above for disclosures on research and other benefits we may receive resulting from our relationship with various custodians.

Item 15 Custody

We do not directly debit advisory fees from your account and we do not exercise custody over your funds or securities. Your funds and securities will be held with a bank, broker-dealer, or other independent, qualified custodian. If you have a question regarding your account statement or if you did not receive a statement from your custodian, please contact your custodian directly.

Item 16 Investment Discretion

If you enter into non-discretionary arrangements, which also involve use of our implementation services, we will with your approval, assist and guide you in the execution of any transactions for your account(s). You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis. Please note that all implementation services will be governed by the terms of your financial planning and investment advisory agreement.

Item 17 Voting Client Securities

If you enter into non-discretionary arrangements, which also involve use of our implementation services, we will with your approval, assist and guide you in the execution of any transactions for your account(s). You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis. Please note that all implementation services will be governed by the terms of your financial planning and investment advisory agreement.

Item 18 Financial Information

Our firm does not have any financial conditions or impairments that would prevent us from meeting our contractual commitments to you. We do not take physical custody of client funds or securities, or serve as trustee or signatory for client accounts, and, we do not require the prepayment of more than \$500 in fees six or more months in advance. Therefore, we are not required to include a financial statement with this brochure.

Item 19 Requirements for State-Registered Advisers

Roger R. Bell, II, President

Mr. Bell's education, business background, and outside business activities are described in his ADV Part 2B, which is provided as a supplement and incorporated by reference to this Brochure.

Mr. Bell's compensation for his other business activities in serving as a trustee, power of attorney agent or estate administrator, is separate and distinct from our firm's financial planning and investment advisory fees. You are under no obligation, contractually or otherwise, to use or purchase any additional services through Mr. Bell. Please refer to the "Other Financial Industry Activities and Affiliations" and "Other Fees and Compensation" section in this Brochure for more information.

Neither our firm, nor any of our Associated Persons are compensated for advisory services with performance-based fees. Please refer to the "Performance-Based Fees and Side-By-Side Management" section above for additional information on this topic.

Neither our firm, nor any of our Associated Persons have any reportable arbitration claims, civil, self-regulatory organization proceeding or administrative proceeding. Neither our firm, nor any of our Associated Persons have a material relationship or arrangement with any issuer of securities.

Item 20 Additional Information

Your Privacy

We view protecting your private information as a top priority. Pursuant to applicable privacy requirements, we have instituted policies and procedures to ensure that we keep your personal information private and secure.

We do not disclose any nonpublic personal information about you to any non-affiliated third parties, except as permitted by law. In the course of servicing your account, we may share some information with our service providers, such as transfer agents, custodians, broker-dealers, accountants, consultants, and attorneys.

We restrict internal access to nonpublic personal information about you to employees, who need that information in order to provide products or services to you. We maintain physical and procedural safeguards that comply with regulatory standards to guard your nonpublic personal information and to ensure our integrity and confidentiality. We will not sell information about you or your accounts to anyone. We do not share your information unless it is required to process a transaction, at your request, or required by law.

You will receive a copy of our privacy notice prior to or at the time you sign an advisory agreement with our firm. Thereafter, we will deliver a copy of the current privacy policy notice to you on an annual basis. Please contact our main office at the telephone number on the cover page of this brochure if you have any questions regarding this policy.

Class Action Lawsuits

We do not determine if securities held by you are the subject of a class action lawsuit or whether you are eligible to participate in class action settlements or litigation nor do we initiate or participate in litigation to recover damages on your behalf for injuries as a result of actions, misconduct, or negligence by issuers of securities held by you.

Roger R. Bell, II

CRD No. 4339995

Roger R. Bell & Co., Inc.

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March 10, 2023

FORM ADV PART 2B

BROCHURE SUPPLEMENT

This brochure supplement provides information about Roger R. Bell, II that supplements the Roger R. Bell & Company, Inc. brochure. You should have received a copy of that brochure. Please contact Roger R. Bell, II at (540) 980-7118 if you did not receive Roger R. Bell & Company, Inc.'s brochure or if you have any questions about the contents of this supplement.

Additional information about Roger R. Bell, II is available on the SEC's website at www.adviserinfo.sec.gov.

Please retain this Form ADV Brochure Supplement for future reference, as it contains important information if you decide to add services or establish additional advisory accounts at Roger R. Bell & Company, Inc. We will provide you with an updated copy of this Brochure only if there are material changes to the information in Item 3 (Disciplinary Information).

Item 2 Educational Background and Business Experience

Your Financial Adviser: **Roger R. Bell, II**

Year of Birth: **1954**

Business Background:

- Roger R. Bell and Company, Inc., President, 01/1992 - present

Roger is the founder of Roger R. Bell & Company, Inc. His 50 years of experience in the corporate banking, investment, and insurance industries assist him with his primary responsibilities today which include relationship management, the provision of guidance to clients on their investment portfolios, financial and estate planning, administration.

Item 3 Disciplinary Information

Roger R. Bell, II, does not have any legal or disciplinary disclosure.

Item 4 Other Business Activities

Roger R. Bell, II, is separately licensed as an independent insurance agent. In this capacity, he can effect transactions in insurance products for his clients and earn commissions for these activities. The fees you pay our firm for advisory services are separate and distinct from the commissions earned by Roger R. Bell, II, for insurance related activities. This receipt of commission based compensation presents a conflict of interest because Roger R. Bell, II, while providing investment advice on behalf of our firm might have an incentive to recommend insurance products; however, we endeavor at all times to place your interests first when making recommendations regarding insurance and investments.

Moreover, you are under no obligation, contractually or otherwise, to purchase insurance products through any person affiliated with our firm.

Item 5 Additional Compensation

Please refer to the *Other Business Activities* section above for disclosures on Roger R. Bell, II's receipt of additional compensation as a result of his activities as a licensed insurance agent.

Also, please refer to the *Fees and Compensation* section and the *Client Referrals and Other Compensation* section of Roger R. Bell and Company, Inc.'s firm brochure for additional disclosures on this topic.

Item 6 Supervision

Roger R. Bell, II, is the Principal, Chief Compliance Officer, and sole advisory representative of Roger R. Bell & Company, Inc.; therefore, supervision is not required.

Item 7 Requirements for State Registered Advisers

Roger R. Bell, II, does not have any reportable arbitration claims, has not been found liable in a reportable civil, self-regulatory organization proceeding or administrative proceeding, and has not been the subject of a bankruptcy petition.