

Item 1: Cover Page

WRAP FEE PROGRAM BROCHURE ***(Form ADV PART 2A APPENDIX 1)***

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This wrap fee program brochure provides information about the qualifications and business practices of Integre Asset Management, LLC. If you have any questions about the contents of this brochure, please contact Francois Coeytaux, Chief Operating Officer and Chief Compliance Officer at: 212-838-2300, or by email at: fcoeytaux@integreAM.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority. Registration with the SEC or a state securities authority does not imply a certain level of skill or training.

Additional information about Integre Asset Management, LLC also is available on the SEC's website at www.adviserinfo.sec.gov

Item 2: Material Changes

As of November 7, 2014, Integre Advisors LLC changed its legal name to Integre Asset Management, LLC, and this change is reflected throughout this document.

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Item 4: Services, Fees and Compensation

Firm Description

Integre Asset Management, LLC, (“Integre”) was established in 2003 under the name Integre Advisors LLC. Integre has its principal office at 767 Fifth Avenue, 15th Floor, New York, NY 10153. Integre offers multiple strategies to invest primarily in the equities markets.

Integre’s world wide web site is www.integreAM.com.

Principal Owners

The Principal owner of the firm is Emanuel Weintraub.

Services

Integre offers the Global Growth Equity and the China Growth Equity strategies as a wrap fee program (“Wrap Program”), where it deems appropriate, to interested prospects and advisory clients. Integre is the sponsor of the Wrap Program and the party responsible for marketing it. Generally, Wrap Program clients include individuals, high net worth individuals and trusts. The description of the Wrap Program herein is a summary and a copy of our Wrap Fee Program Brochure is provided to clients and prospective clients and is also available upon request without charge.

Dan McCarthy and Nels Wangenstein are the portfolio managers at Integre managing the Global Growth Equity and China Growth Equity strategies for the Wrap Program. They pursue investment strategies focused on using fundamental analysis to identify emerging and established companies with the potential for above average growth. Our Global Growth Equity strategy focuses on owning businesses that are beneficiaries of structural change in the global economy. Our China Growth Equity Strategy focuses on owning businesses that target Chinese consumers. Clients may elect to pursue either of these strategies through the Wrap Program under which clients will pay a single fee to Integre and Integre will then be responsible for all brokerage expenses (i.e., a wrap fee). By enrolling in the Wrap Program clients are choosing the brokerage services of Schwab. Assets placed in the Wrap Program are managed on a fully discretionary basis by Integre. Investments may include common and preferred stocks, mutual fund, convertible bonds, non-convertible bonds and cash or cash equivalent holdings. Investments will not be made in futures or derivatives other than options on the instruments listed above.

Fee Schedule

The fee schedule for the Wrap Program is set forth below. Fees are payable upon inception of the account and at the start of each calendar quarter thereafter. The market value of each of the securities in the account shall be computed as of the close of trading on the last business day of March, June, September, and December. The wrap fee for the account for the following quarter shall be computed on the valuation as of the close of the previous quarter as follows.

A) For Integre Wrap Fee Program clients, the following fee schedule applies:

1.50% of the first \$2,500,000 of market value

1.40% of the next \$2,500,000 of market value

1.30% of the next \$2,500,000 of market value

1.20% of the next \$2,499,999 of market value

B) The total amount paid using this schedule may be more or less than the amount charged by Integre under other fee schedules offered to other clients.

C) Fees are subject to negotiation in certain cases.

D) 100% of the wrap fee is paid to Integre, which then pays any brokerage charges incurred by the client. Brokerage charges can vary widely from period to period and client to client based on market events, contributions and withdrawals by a client, the extent to which Integre deems it appropriate to engage in purchases or sales of securities and other factors.

Mutual Fund Fees and Expenses

Client assets may be invested by Integre in one or more mutual funds. All fees paid to Integre for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge.

A client could invest in a mutual fund directly, without the services of Integre. In that case, the client would not receive the services provided by Integre which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by Integre to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Additional Information about Fees and Services; Conflicts of Interest

In considering the investment programs described in this brochure, a prospective client should be aware that the Wrap Program may cost a client more or less than purchasing the actual investment management and brokerage services separately. The factors that should be considered by a prospective client in analyzing the cost structure of the Wrap Program include the size of a client's portfolio, the nature of the investments to be managed, average commission costs, custodial expenses, if any, the anticipated level of trading activity and the amount of advisory fees and commissions that would be charged for managing the client portfolio outside of a wrap structure.

Integre receives compensation from clients to whom it recommends the Wrap Program. The amount of compensation charged by Integre and its representatives as a result of the client's participation in the Wrap Program may be more or less than what the client would pay if it paid

separately for investment advice and brokerage services. Integre and its representatives may have a financial incentive to recommend the Wrap Program over other advisory programs or services in that Integre may receive higher compensation under the Wrap Program than it does for providing portfolio management where the client pays the brokerage costs.

Advisory fees may vary among Integre's clients based upon a number of factors, including the size of the client's account, the types of investments, the nature of related services provided, and the length of the advisory relationship with a client, among other things. Integre may "household" or group together multiple accounts of one client relationship for purposes of calculating its fee.

Clients should understand that similar advisory services may be available from other registered investment advisers for lower fees. In addition, clients should note that the wrap fee structure may create a potential conflict of interest for Integre in managing accounts, in that less frequent trading will result in fewer commissions to Schwab and a higher net fee for Integre. Inasmuch as Integre pays the custodian's transaction execution fees, Integre may have a disincentive to trade securities in an account. Clients should consider this potential conflict in analyzing the program.

Integre may recommend/require that clients establish brokerage accounts with the Schwab Institutional division of Charles Schwab & Co., Inc. (Schwab), a FINRA registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. Although Integre may recommend/require that clients establish accounts at Schwab, it is the client's decision to custody assets with Schwab. Integre is independently owned and operated and not affiliated with Schwab. Schwab provides Integre with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the advisor's clients' assets are maintained in accounts at Schwab Institutional. These services are not contingent upon Integre committing to Schwab any specific amount of business (assets in custody or trading commissions). Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For Integre client accounts maintained with Schwab, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts. Schwab Institutional also makes available to Integre other products and services that benefit Integre but may not directly benefit its clients' accounts. Many of these products and services may be used to service all or some substantial number of Integre's accounts, including accounts not maintained at Schwab. Schwab's products and services that assist Integre in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of Integre's fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Item 5: Account Requirements and Types of Clients

Our Wrap Program is designed and suited for our individual and high net worth individual clients with under \$250,000 in cash or eligible securities to invest in our Wrap Program.

Item 6: Portfolio Manager Selection and Evaluation

As the sponsor of the Wrap Program, Integre provides the advisory services. Unlike a wrap fee program where the broker is the sponsor, other advisers will not be considered or retained (except through mutual funds). Clients desiring a different manager must make that decision themselves and withdraw from the Wrap Program. Within Integre, the Wrap Program will be managed by Dan McCarthy and Nels Wangenstein. Messrs. McCarthy and Wangenstein were retained by Integre based on their strong professional credentials and long experience in investment management. Integre will periodically review the performance of Messrs. McCarthy and Wangenstein as it does with all of its employees. Performance is not reviewed by Charles Schwab or any third party.

Methods of Analysis and Investment Strategies

Integre's investment objective is to seek consistent superior returns primarily through long-term capital appreciation, while also attempting to preserve capital and mitigate risk through diversification of investments, proper position sizing and limiting exposure to less liquid investments. Integre anticipates that client assets will be invested in publicly traded equity securities. The focus will be on purchasing securities which it believes, based on fundamental research, to be available for purchase at a considerable discount to the intrinsic value of the underlying assets or business. Integre has strategies that will invest in companies of any market capitalization, geographic location or market sector.

Risk of Loss

No assurance can be given, however, that Integre will achieve its objective, and investment results may vary substantially over time and from period to period. Investing in securities involves risk of loss that the clients must be prepared to bear. Integre makes no representations or warranties of any kind nor are any intended or should be inferred with respect to the economic return from, or the tax consequences of, a prospective investment.

Listed below are additional or further explanations of material risks involved in connection with our investment strategy:

Stock Portfolios. Client accounts will be subject to the risks associated with any equity investment strategy. Sharp downward market moves will adversely impact account positions and result in client account losses. Losses may also be incurred on individual positions as a result of issuer-specific matters such as unexpectedly disappointing earnings, lawsuits, patent issues, analyst action or other matters. Equity returns are volatile and may fluctuate substantially over time.

Small Cap Issuers. At any given time, Integre has strategies that may invest client accounts in smaller-to-medium sized companies of a less seasoned nature. Securities of such issuers often involve significantly greater risks than the securities of larger, better-known companies.

Information Sources and Analysis. Integre selects investments based in part on information and data that the issuers of securities file with various government agencies or make directly available to Integre or that it obtains from other sources. Integre is not in a position to confirm the completeness, genuineness or accuracy of such information and data, and in some cases, complete and accurate information may not be readily available.

Integre is not in a position to obtain all relevant information regarding a company or a security. Further, Integre may misinterpret or incorrectly analyze the information that it has about a particular fund, company or security. These and other factors may cause Integre to (a) invest in securities at times that will lead to losses in client accounts and may cause a client to lose a significant portion of its investment or (b) refrain from investing in particular securities at times that would have resulted in gains in the client's portfolio if Integre would have caused the client's account to invest.

Foreign & Emerging Markets. Some of the countries in which Integre will invest have experienced political, economic and/or social instability. Many emerging market countries have also experienced dramatic swings in the value of their national currency. There can be no assurance given that such instability or such fluctuations will not occur in the future and, if they do occur, that they will not have a material adverse effect on the performance of client accounts. The laws and regulations in some of the countries in which Integre invests are subject to frequent changes driven by economic, social and political instability. The legal systems in certain countries may be transitional and the laws regulating securities transactions protection of investors and ensuring market discipline, which are customary in countries with developed securities markets, are not available. In countries where legal and regulatory frameworks are in place, the enforcement of laws and regulations may be inadequate or insufficient.

Some of the countries where Integre invests may not recognize regulation by the exchanges and self-regulatory organizations as law that can be enforced through the judiciary or by means otherwise available to the investors in developed markets.

Derivatives regulation and trading has not been developed in some of the countries where Integre will invest. The investments made by Integre may not be recognized as securities protected by the securities laws in the countries where the investments are made. Investments that are recognized as securities under the local laws are often traded on the foreign exchanges with very little liquidity, thus adversely affecting the ability of the securities holders to liquidate their investment holdings.

Some of the countries where Integre invests currently have or may in the future introduce foreign exchange control regulations which can limit the ability of Integre to repatriate the dividends, interest or other income from the investments or the proceeds from sale of securities.

Risks associated with the investments in the emerging markets, including but not limited to the risks described above, could adversely affect the performance of client accounts and result in substantial losses. No assurance can be given as to the ability of Integre to achieve any return on its investments and, in turn, return on client accounts.

As the sole manager in and sponsor of the Wrap Program, Integre has full access to all client information provided by the client upon enrollment in the Wrap Program. Integre shares such information with Charles Schwab to the extent necessary to place trades for the client, including client name, address and social security number. Charles Schwab is not responsible for monitoring or approving the Wrap Program in any way. Clients are direct clients of Integre and may contact and consult with Integre at any time.

Wrap Program accounts will be formally reviewed at least each calendar quarter to determine that the account holdings are consistent with the investor profile, investment restrictions and risk objectives. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, the market, and political or economic environment. Wrap Program clients will receive account statements, at least quarterly, and transaction confirmations directly from Charles Schwab. Integre may arrange for periodic performance reports to be delivered to the client or made available to the clients in other electronic forms.

Item 7: Client Information Provided to Portfolio Managers

Integre has full access to all client information, including but not limited to investment objectives, financial circumstances, risk tolerance, name, address and social security number, provided by the client upon enrollment in the Wrap Program. Integre shares such information with the portfolio managers and custodian to the extent necessary to execute trades and manage the client's assets. Any updated client information is provided to the portfolio managers to the extent such information is necessary in order for the portfolio managers to manage the client's assets.

Item 8: Client Contact with Portfolio Managers

There are no restrictions placed on a client's ability to contact and consult with their Integre portfolio managers in the Wrap Program.

Item 9: Additional Information

Integre employees or members do not have any legal or disciplinary events to report.

Neither Integre nor any of its management persons have any relationship or arrangement that is material to its advisory business or to its clients and devote substantially all their time and efforts to Integre's advisory services and our clients.

Integre does not recommend or select other investment advisers for our clients nor does Integre have other business relationships with those advisers that create a material conflict of interest.

As a matter of firm policy and practice, our firm will not charge or earn advisory fees in excess of \$1,200 more than six months in advance of the services rendered.

Also, our firm and its principals have no financial events or proceedings to disclose.

Additional information about Integre, advisory services, non-wrap strategies, advisory fees, conflicts of interest, and Code of Ethics, among other things, other than our Wrap Program is available in our Form ADV 2A which is available upon written request to prospective clients and our clients.