

**Item 1          Cover Page**

**Gurpreet (Gurprit) S. Chandhoke**

**VII Peaks-KBR BDC Advisor II, LLC**

100 Pine Street  
Suite 500  
San Francisco, CA 94111

Main Phone Number: 415-727-8756

**Brochure Supplement**

**February 6, 2013**

**This brochure supplement provides information about Gurpreet (Gurprit) S. Chandhoke that supplements the VII Peaks-KBR BDC Advisor II, LLC firm brochure. You should have received a copy of that brochure. Please contact us at 415-727-8756 if you would like to receive the VII Peaks-KBR BDC Advisor II, LLC firm brochure or if you have any questions about the contents of this supplement.**

**Item 2          Education Background and Business Experience**

Gurpreet (Gurprit) S. Chandhoke was born in 1974. Mr. Chandhoke received a Master of Business Administration in Finance and Entrepreneurship from the Wharton School of Business in May 2005. Mr. Chandhoke has also received a Master Degree of Science in Electrical Engineering and a Master Degree of Science in Mechanical Engineering from the University of Minnesota and a Bachelor's Degree in Electrical Engineering from the Government College of Engineering, University of Pune, India. Mr. Chandhoke has been the Chief Executive Officer of VII Peaks-KBR BDC Advisor II, LLC ("Advisor") since 2012 and serves on Advisor's Investment Committee. Mr. Chandhoke has also been a Managing Partner and Chief Investment Officer of VII Peaks Capital, LLC ("VII Peaks") since April 2009. Prior to this, he was Senior Vice President of Deutsche Bank Technology Investment Banking Group in San Francisco from August 2006 to February 2009. Before working for Deutsche Bank's Technology Investment Banking Group, Mr. Chandhoke worked for UBS Investment Bank as an Associate Director from August 2005 to August 2006 and as a Summer Associate from June 2004 to August 2004. From July 2000 to July 2003 Mr. Chandhoke was a Senior ASIC Engineer with Terawave Communications.

**Item 3          Disciplinary Information**

This Item requires disclosure of all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person covered in this brochure supplement. No information is applicable to this Item.

#### **Item 4            Other Business Activities**

As discussed in Item 2 above, Mr. Chandhoke has been a Managing Partner and Chief Investment Officer of VII Peaks since April 2009. VII Peaks is an investment adviser registered with the U.S. Securities and Exchange Commission. VII Peaks, which is owned in part by Mr. Chandhoke, is an indirect owner of Advisor. Additionally, Mr. Chandhoke is a registered representative of Gordian Investment Solutions ("Gordian"), a broker-dealer firm. As a registered representative of Gordian, Mr. Chandhoke may receive commissions or other compensation based on the sale of securities or other investment products. This arrangement potentially gives Mr. Chandhoke an incentive to recommend investment products based on the compensation received, rather than on the client's needs. This potential conflict, however, is mitigated by the fact that VII Peaks-KBR Co-Optivist Income BDC II, Inc. (the "Fund"), the sole client of Advisor, does not trade through or use Gordian for securities transactions.

#### **Item 5            Additional Compensation**

Other than his normal salary, any customary bonuses, and other compensation derived from his ownership stake in VII Peaks, Mr. Chandhoke does not receive any economic benefit from any person, company, or organization in exchange for providing clients advisory services through Advisor.

#### **Item 6            Supervision**

No single person is responsible for supervising Mr. Chandhoke's advisory activities on behalf of Advisor. Mr. Chandhoke's activities and the advice that he provides to the Fund are monitored in various ways, including via oversight of the Fund's Board of Directors, as well as via the Fund's and Advisor's written trading protocols and compliance procedures, general oversight by Advisor's Investment Committee, and regular compliance testing. Advisor provides investment advisory and supervisory services in accordance with its compliance manual, which has been adopted pursuant to Rule 206(4)-7 under the Investment Advisers Act of 1940, as amended (the "Act"). An objective of Advisor's compliance policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Act.

#### **Item 7            Requirements for State-Registered Advisers**

This Item requires disclosure of all material facts regarding involvement by Mr. Chandhoke in certain arbitration claims and civil, self-regulatory organization, or administrative proceeding events. This Item also requires disclosure if Mr. Chandhoke has been the subject of a bankruptcy petition. No information is applicable to this Item.

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**Bhavin Shah**

Phone Number: 215-520-1672

**VII Peaks-KBR BDC Advisor II, LLC**

100 Pine Street

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San Francisco, CA 94111

Main Phone Number: 415-727-8756

**Brochure Supplement**

**February 6, 2013**

**This brochure supplement provides information about Bhavin Shah that supplements the VII Peaks-KBR BDC Advisor II, LLC firm brochure. You should have received a copy of that brochure. Please contact us at 415-727-8756 if you would like to receive the VII Peaks-KBR BDC Advisor II, LLC firm brochure or if you have any questions about the contents of this supplement.**

**Item 2          Education Background and Business Experience**

Bhavin Shah was born in 1971. Mr. Shah received a Master of Business Administration from the Harvard Business School. Mr. Shah also graduated from University of Michigan in Ann Arbor with Dual Bachelor of Arts degrees in Economics and Political Science. Bhavin Shah has been a member of the Investment Committee of VII Peaks-KBR BDC Advisor II, LLC ("Advisor") since 2012. Mr. Shah has been a director of Advisor's sole client, VII Peaks-KBR Co-Optivist Income BDC II, Inc. (the "Fund"), since its inception. He has been a Managing Partner of KBR Capital Partners, LLC since 2010. From 2008 until 2010, Mr. Shah was a Managing Director at Mount Kellet Capital Management, a multi-strategy investment firm focused on global distressed, special situations and opportunistic investing. From 2006 to 2008, Mr. Shah served as a Managing Director of Oak Hill Advisors, a credit-oriented investment firm. Prior to this, Mr. Shah was a Principal/Vice President with the Carlyle Group's distressed and special situation arm, and led the firm's investment sourcing, structuring and execution efforts from 2002 to 2006. Prior to earning his MBA from, Mr. Shah worked with Morgan Stanley's Princes Gate Investors. He also invested in cross-border infrastructure and technology opportunities at Soros Fund Management; and, he led engagements and helped open and grow the India offices at McKinsey and Company. In addition, Mr. Shah served at The White House as a Legislative Assistant to the President.

**Item 3          Disciplinary Information**

This Item requires disclosure of all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person covered in this brochure supplement. No information is applicable to this Item.

**Item 4            Other Business Activities**

As discussed in Item 2 above, Mr. Shah is Managing Partner of KBR Capital Partners, LLC. KBR Capital Partners, LLC is an affiliate of KBR Capital Markets, LLC, the dealer manager of the Fund. KBR Capital Partners, LLC is also an affiliate of KBR Capital Advisors, LLC, which is an indirect owner of Advisor.

**Item 5            Additional Compensation**

Other than his normal salary, any customary bonuses, and other compensation derived from his ownership stake in KBR Capital Partners, LLC, Mr. Shah does not receive any economic benefit from any person, company, or organization in exchange for providing clients advisory services through Advisor.

**Item 6            Supervision**

No single person is responsible for supervising Mr. Shah's advisory activities on behalf of Advisor. Shah's activities and the advice that he provides to the Fund are monitored in various ways, including via oversight of the Fund's Board of Directors, as well as via the Fund's and Advisor's written trading protocols and compliance procedures, general oversight by Advisor's Investment Committee, and regular compliance testing. Advisor provides investment advisory and supervisory services in accordance with its compliance manual, which has been adopted pursuant to Rule 206(4)-7 under the Investment Advisers Act of 1940, as amended (the "Act"). An objective of Advisor's compliance policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Act.

**Item 7            Requirements for State-Registered Advisers**

This Item requires disclosure of all material facts regarding involvement by Mr. Shah in certain arbitration claims and civil, self-regulatory organization, or administrative proceeding events. This Item also requires disclosure if Mr. Shah has been the subject of a bankruptcy petition. No information is applicable to this Item.

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**Stephen F. Shea**

**VII Peaks-KBR BDC Advisor II, LLC**

100 Pine Street  
Suite 500  
San Francisco, CA 94111

Main Phone Number: 415-727-8756

**Brochure Supplement**

**February 6, 2013**

**This brochure supplement provides information about Stephen F. Shea that supplements the VII Peaks-KBR BDC Advisor II, LLC firm brochure. You should have received a copy of that brochure. Please contact us at 415-727-8756 if you would like to receive the VII Peaks-KBR BDC Advisor II, LLC firm brochure or if you have any questions about the contents of this supplement.**

**Item 2          Education Background and Business Experience**

Stephen F. Shea was born in 1970. Mr. Shea holds a BS in Business and Finance from St. Mary's College in California. Mr. Shea has been a member of the Investment Committee of VII Peaks-KBR BDC Advisor II, LLC ("Advisor") since 2012. Mr. Shea has been a Managing Partner of VII Peaks Capital, LLC ("VII Peaks") since 2009. Prior to VII Peaks, worked in institutional sales for Iron Capital Securities from March 2007 to August 2009. He served as Director of Sales for Beacon Pointe Advisors from October 2007 to October 2008 and Director of Sales for Brighton Jones from April 2007 to October 2007. Additionally, Mr. Shea worked in Sales for Fidelity Investments from October 2005 to March 2007. While with Fidelity Investments, Mr. Shea was Vice President of Institutional Sales RIA Team in San Francisco, spending the majority of his time as a director of sales for Institutional Investment Managers, RIA wealth management teams and banks and trust companies. Prior to working for Fidelity Investments, Mr. Shea worked for Baker Avenue Asset Management from February 2004 to October 2005. Mr. Shea worked at Wentworth, Hauser and Violich Investment Counsel from January 2000 to January 2004, where he was a member of the Stock Selection and Investment Policy committees. Before that, Mr. Shea worked at BT Alex Brown Incorporated and at Deutsche Bank Securities Inc.

### **Item 3           Disciplinary Information**

This Item requires disclosure of all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person covered in this brochure supplement. No information is applicable to this Item.

### **Item 4           Other Business Activities**

As discussed in Item 2 above, Mr. Shea has been a Managing Partner of VII Peaks since 2009. VII Peaks is an investment adviser registered with the U.S. Securities and Exchange Commission. VII Peaks, which is owned in part by Mr. Shea, is an indirect owner of Advisor. Additionally, Mr. Shea is a registered representative of Gordian Investment Solutions ("Gordian"), a broker-dealer firm. As a registered representative of Gordian, Mr. Shea may receive commissions or other compensation based on the sale of securities or other investment products. This arrangement potentially gives Mr. Shea an incentive to recommend investment products based on the compensation received, rather than on the client's needs. This potential conflict, however, is mitigated by the fact that VII Peaks-KBR Co-Optivist Income BDC II, Inc. (the "Fund"), the sole client of Advisor, does not trade through or use Gordian for securities transactions.

### **Item 5           Additional Compensation**

Other than his normal salary, any customary bonuses, and other compensation derived from his ownership stake in VII Peaks, Mr. Shea does not receive any economic benefit from any person, company, or organization in exchange for providing clients advisory services through Advisor.

### **Item 6           Supervision**

No single person is responsible for supervising Mr. Shea's advisory activities on behalf of Advisor. Mr. Shea's activities and the advice that he provides to the Fund are monitored in various ways, including via oversight of the Fund's Board of Directors, as well as via the Fund's and Advisor's written trading protocols and compliance procedures, general oversight by Advisor's Investment Committee, and regular compliance testing. Advisor provides investment advisory and supervisory services in accordance with its compliance manual, which has been adopted pursuant to Rule 206(4)-7 under the Investment Advisers Act of 1940, as amended (the "Act"). An objective of Advisor's compliance policies and procedures is to comply with the supervision requirements of Section 203(e)(6) of the Act.

### **Item 7           Requirements for State-Registered Advisers**

This Item requires disclosure of all material facts regarding involvement by Mr. Shea in certain arbitration claims and civil, self-regulatory organization, or administrative proceeding events. This Item also requires disclosure if Mr. Shea has been the subject of a bankruptcy petition. No information is applicable to this Item.