

SHREEM CAPITAL, INC.

Registered Investment Advisor Brochure **Form ADV Part 2A**

Updated: March 22, 2016

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Required Disclaimer: This brochure provides information about the qualifications and business practices of Shreem Capital Inc. If you have questions about the contents of this brochure, please contact us at the phone number/email listed above. The information in this brochure has not been approved or verified by the U.S. Securities and Exchange Commission or by any state securities authority. Furthermore, being a “Registered” Investment Advisor does not imply a certain level of skill or training.

Additional information about Shreem Capital Inc. also is available on the SEC’s website at www.adviserinfo.sec.gov

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Annual Update

The purpose of this document is to discuss only material changes since the last annual update of Shreem Capital, Inc. Investment Adviser Brochure. This being the new entity and has prepared this document for the first time, there is no update to be reported.

Item 2: Material Changes since last update

This being the new entity and has prepared this document for the first time, there is no update to be reported.

Within 120 days of our fiscal year end we will deliver our annual Summary of Material Changes if there have been material changes since the last annual updating amendment.

With this summary, we also hereby offer to deliver an updated Investment Advisor Brochure upon your request at any time during the year. You may obtain this information in one of two ways:

- Contact our firm: 224-276-2799 or email to: info@shreemcapital.com
- Online access at the Investor Adviser Public Disclosure website at: www.adviserinfo.sec.gov

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Item 4: Description of Advisory Business

Shreem Capital, Inc. (“SCI” or “Shreem Capital” or “Advisor” or “Adviser”) was founded to start business in March 2016 by Sanwal Agrawal and Keshav Agrawal. The firm has applied to be federally registered with the SEC (Securities and Exchange Commission) as a Registered Investment Advisor.

Shreem Capital, Inc. provides investment management to individuals, families, and their related entities, trusts and estates and family businesses.

SCI offers management of separate accounts whereby client authorizes SCI to manage client's investments with full discretion to make investment decisions for and on behalf of client without additional ongoing authorization. For discretionary accounts, Advisor shall supervise and direct the investments without prior consultation with client. This discretionary authority makes Advisor the agent and attorney-in-fact with full power and authority in connection with the Account to buy, sell, exchange, convert, and otherwise trade in different types of investments as Advisor may select. This discretionary authority shall remain in full force and until Advisor receives written notice from the Client of its termination or until Advisor receives actual notice of the Client's death or adjudicated incompetence.

Shreem Capital, Inc. provides investment advisory and portfolio management services for private clients, solicited clients, and companies (all collectively called “clients” going forward in this document) through a full Trading Authorization and / or a Limited Power of Attorney. Shreem Capital, Inc.’s minimum asset requirement for new clients is \$50,000. Shreem Capital, Inc. may make an exception to the above minimum asset requirement at its sole discretion. There are no ongoing contribution requirements although this practice is highly recommended for ongoing savings, asset allocation, and tax efficiency purposes.

No commissions in any form are accepted. No benefits are received from custodians based on client securities transactions. SCI pays referral fees to solicitors in exchange for client referrals.

Assets under the direct management of SCI are held by independent brokerage firm(s) who also act as custodians, which may include Interactive Brokers, LLC , TD Ameritrade,

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and Charles Schwab, in the client's name. SCI does not act as a custodian of client assets, and each client authorizes invoices to be paid from their account(s).

Clients may request, and SCI may agree to, restrictions on investing or selling certain securities or types of securities.

SCI may recommend other professionals (e.g., lawyers, accountants, insurance agents, etc.) at the request of the client. Other professionals are engaged directly by the client on an as-needed basis even when recommended by the Advisor. Conflicts of interest will be disclosed to the client and managed in the best interest of the client.

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Item 5: Fees & Compensation

Discretionary Account Category and Fees

Category : SCI-01

Description : Normally most of the funds are invested in bonds of various types and with various maturities. Though the focus is on investment grade bonds, investments may be made in other types of investment grade debt securities, including debentures, notes, convertible debt securities, municipal securities, mortgage-related securities.

Fee:

- a) 1.00% of the market value of the assets under management up to \$1,000,000
- b) 0.75% of the next \$1,500,000 of assets, and
- c) 0.50% of any assets over \$2,500,000.

Category : SCI-02

Description : Normally investments / trading is done in domestic and international stocks, ETFs, ETNs of traded on domestic or international exchanges either during trading hour as well as before or after trading hours. Derivatives, e. g. options may be bought or sold in these accounts. Portfolio is frequently monitored and sell or buy decisions are based on Advisor's judgement and investment horizon may range from very short term to long term.

Fee:

- a) 1.80% if initial investment is up to \$30,000.
- b.1.50% if initial investment more than \$30,000.

Category : SCI-03

Description : Portfolio is most actively managed. Investments / Trading is done in domestic and international stocks, ETFs, ETNs, ADRs, etc. traded on domestic and international exchanges. Derivatives such as options, and foreign currency are frequently traded. Trades are done during, before and after trading hours. This category involves very high volume of transactions.

Fee:

- a.3.30% if initial investment up to \$30,000.
- b.3.00% if initial investment more than \$30,000

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Note :

- a) Fees are annualized fee of client assets.
- b) Fees are calculated off the net liquidation value applied on a daily basis.
- c) Clients authorizes independent third party custodian to calculate advisor fees on their behalf and deduct these fees from their (client's) accounts automatically and send them to Advisor.
- d) In addition to the advisor fees specified above and below, clients will be charged by the brokers/ custodians a fee per trade commission for execution and clearing services provided by the third party broker / dealer / custodian.
- e) Third party broker/dealer/custodian may charge additional fees for which SCI will not be responsible . Clients are requested to do their own research before opening the account at such broker / dealer / custodian.

Performance based fee

Performance based fee is being offered to "qualified clients" only. The definition of "qualified clients" can be found in SEC Section 205-3.

"Qualified client" pursuant to SEC Section 205-3 means:

- (i) A natural person who, or a company that, immediately after entering into the contract has at least \$1,000,000 under the management of the investment adviser;
- (ii) A natural person who, or a company that, the investment adviser entering into the contract (and any person acting on his behalf) reasonably believes, immediately prior to entering into the contract, either:
 - (A) Has a net worth (together, in the case of a natural person, with assets held jointly with a spouse) of more than \$2,000,000. For purposes of calculating a natural person's net worth:
 - 1. The person's primary residence must not be included as an asset;
 - 2. Indebtedness secured by the person's primary residence, up to the estimated fair market value of the primary residence at the time the investment advisory contract is entered into may not be included as a liability (except that if the amount of such indebtedness outstanding at the time of calculation exceeds the amount outstanding 60 days before such time, other than as a result of the acquisition of the primary residence, the amount of such excess must be included as a liability); and

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- 3. Indebtedness that is secured by the person's primary residence in excess of the estimated fair market value of the residence must be included as a liability; or
- (B) Is a qualified purchaser as defined in section 2(a)(51)(A) of the Investment Company Act of 1940 (15 U.S.C. 80a-2(a)(51)(A)) at the time the contract is entered into; or
- (iii) A natural person who immediately prior to entering into the contract is:
 - (A) An executive officer, director, trustee, general partner, or person serving in a similar capacity, of the investment adviser; or
 - (B) An employee of the investment adviser (other than an employee performing solely clerical, secretarial or administrative functions with regard to the investment adviser) who, in connection with his or her regular functions or duties, participates in the investment activities of such investment adviser, provided that such employee has been performing such functions and duties for or on behalf of the investment adviser, or substantially similar functions or duties for or on behalf of another company for at least 12 months.

In such instances, profit or loss will be calculated for each quarter ending on March 31st, June 30th, September 30th, and December 31st. Advisor shall charge 25.00% of the profit made in the quarter. In the event there is no profit in a particular quarter, Advisor shall charge an annualized fee of 0.40% of the client assets, calculated off the market value of the client account(s) on the last business day of each quarter. In special cases other fees may be negotiated. Whatever be the case, Client agrees to authorize independent third party custodian to calculate advisor fees and deduct these fees from their (client's) accounts automatically and send them to Advisor.

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Item 7: Types of Clients

SCI services a number of different types of clients and solicited clients, including the following:

- Private individuals (taxable accounts, retirement accounts, educational accounts)
- High-net-worth individuals
- Trusts (personal and business accounts)
- Companies that have excess cash that they would like to have invested conservatively
- Minimum asset requirement for new clients is \$50,000. SCI may make an exception to the minimum asset requirement at its sole discretion.

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

SCI maintains a list of investable asset classes and our preferred investment product(s) within these asset classes. This list is continually refined as market conditions change and new products are introduced.

SCI do not receive a single penny of outside compensation for selecting Fund A versus Fund B, in order to maintain our independence, act in the best interests of clients, and avoid conflicts of interest.

SCI utilizes mathematical, technical and fundamental models and indicators, some of which are proprietary, in management of Clients' Investment Accounts. SCI uses a number of indicators, factors and statistics commonly available to investors, as well as a number of proprietary stock and bond market indicators to identify securities and market conditions. SCI may utilize new indicators or discontinue use of any indicators at any time. In addition, SCI attempts to identify specific Investments which, in any given time frame and or set of conditions, have outperformed similar investments.

All investment programs have certain risks that are borne by the investor. Our investment approach keeps the risk of loss in mind. However, as with all investments, clients face investment risks including the following: loss of principal risk, interest-rate risk, market risk, inflation risk, currency risk, reinvestment risk, business risk, liquidity risk, and financial risk.

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Item 9: Disciplinary Information

SCI and all Investment Advisor Representatives that work at SCI have a clean legal and disciplinary record.

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Item 10: Other Financial Industry Activities and Affiliations

Activities

SCI does not participate in any other business activities

Affiliations

SCI's CEO & CCO Keshav Agrawal is also a principal of Prem Investment Advisory Services Inc (IL registered investment advisor CRD#) and was sole owner of Keshav Agrawal ((IL registered investment advisor CRD#).

Additionally, Keshav Agrawal, is also a certified public accountant and provides tax preparation and other accounting services and holds a license for MLO (Mortgage Loan Originator).

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

Code of Ethics

SCI maintains a Code of Ethics. The Code of Ethics sets forth standards of conduct expected of advisory personnel; requires compliance with federal securities laws; and, addresses conflicts that arise from personal trading by advisory personnel. Clients may request a copy of the Code of Ethics.

Personal Trading

At times SCI and its employees may at times buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades and will generally be “last in” and “last out” for the trading day when trading occurs in close proximity to client trades. We will not violate our fiduciary responsibilities to our clients. Incidental trading not deemed to be a conflict (i.e. a purchase or sale which is minimal in relation to the total outstanding value, and as such would have negligible effect on the market price), would not be disclosed at the time of trading.

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Item 12: Brokerage Practices

SCI suggests that clients use a SCI preferred Broker-Dealer for maintaining funds under management with SCI. Both retirement and non-retirement accounts are set up and maintained for customers with the Broker-Dealer.

Interactive Brokers, LLC's, program offered to independent investment advisors:

SCI plans to participate in the Interactive Brokers, LLC's ("IBLLC") (a FINRA registered broker dealer) program offered to independent investment advisors.

Clients will grant SCI the full discretion to direct the trading in the account(s) on Client's behalf and Client will not have access to IBLLC's electronic systems for placing orders for the account. Only SCI will be able to use the IBLLC's Trader Workstation to conduct trading in the account. Client will appoint SCI to manage their IBLLC account. SCI will be able to execute trades, deposit and withdraw money to and from the client account (all withdrawals must be in client's name), request information, receive account statements and confirmations, change certain of customer information, and generally manage client's IBLLC account. Clients will request and authorize IBLLC to deduct from client's IB account Advisory Fees and to disburse those Fees directly to SCI, based on the fee arrangement that Client has agreed upon with SCI ("Fees") and specified to IBLLC. If Advisor bills clients directly for fees, or if SCI does not charge clients a Fee for advisory services, clients will specify that to IB. To obtain all confirmations and account statements, Client will contact IBLLC Customer Service.

Client shall authorize IBLLC to accept the instructions of Advisor on behalf of the Client. This authorization will be applicable to all assets Client holds in all IBLLC accounts for which SCI has been designated. Client will authorize Advisor to inquire in, trade, buy, sell (including short sales), exchange, convert, tender, trade, or otherwise acquire or dispose of stocks, bonds, options securities, futures, security futures, foreign exchange and any other investments, on margin or otherwise, for and at the risk of the Client. Client will agree to pay the commission to IBLLC each time a trade is effected by allowing IBLLC to charge to the account. Advisor is also permitted to arrange for the deposit of funds and assets to the Client's account(s) and to redeem or withdraw funds or assets from the Client's account (including the delivery of securities from the account), for the benefit of the Client, regardless of the tax consequences. Advisor may initiate transfers (including inter-broker transfers), rollovers, Roth IRA conversions, IRA recharacterizations or other transfers of assets between and among Client accounts. Client authorizes IBLLC acting on Advisor's instructions, to aggregate transaction orders for Client's account(s) with orders for one or more other accounts over which Advisor has trading authority. Advisor is authorized to receive all information regarding the account(s) and to

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receive account statements, confirmations and tax information. SCI is authorized to add, delete or change Customer or account information. IBLLC is authorized, but not required to, conduct further inquiry or seek authorization from the Client or further clarification from SCI or Client regarding any instruction from SCI for Client's account(s).

IBLLC has the right, in its sole discretion, to refuse to honor particular instructions from SCI, or to no longer honor instructions from SCI. SCI do not get any compensation for introducing clients to IBLLC. See also item 13A.

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Item 13: Review of Accounts

Asset Management

SCI monitors the individual investments under Asset Management each day the market is open. Portfolio performance is reviewed on a quarterly basis at a minimum. Asset Planning, Inc. offers clients an in-person portfolio review meeting whenever requested by the client.

Account reviews are performed more frequently when market conditions dictate, or when client's objectives change. A review may be triggered by client request, changes in market condition, new information about an investment, changes in tax laws, or other important changes.

Account reviews are performed by Keshav Agrawal.

Regular Reports

Asset Management clients receive standard account statements from the custodians. SCI also prepares a quarterly report package, portfolio statement of holdings and a billing statement. Annual reports prepared include the annual portfolio performance summary and tax related reports, if applicable.

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Item 14: Client Referrals and Other Compensation

Incoming Referrals

Advisor at its discretion, may enter into arrangements with individuals or entities (the "Solicitor") under which the solicitor will refer potential clients to Advisor for investment advisory services for a referral fee. The fee is negotiable and may be a fixed amount or a percentage of the advisory fee collected from the particular referred client during the first year. Remuneration to the Solicitor will be payable if the prospect enters into an advisory agreement with Advisor and stays with Advisor continually for at least one year. Such arrangements will comply with the rule 206(4)-3 under the Investment Advisers Act of 1940, and/or applicable state statutes, to the extent they apply. If and when, the advisor will use solicitors, they will need to be legally authorized.

Solicitor does not have any authority to accept any client(s) on behalf of SCI and SCI does not have any responsibility to accept any prospective client referred by Solicitor. The solicitation services may also include impersonal advisory services which includes: (i) written materials or oral statements which do not purport to meet the objectives or needs of the specific client, (ii) statistical information containing no expressions of opinions as to the investment merits of particular securities, and (iii) periodic contact, if requested or appropriate, to assist the Solicited Client in understanding the advisory services of SCI and/or obtaining or updating client information on behalf of SCI. Any specific client advice will be delivered to Solicited Client by SCI, and any

Referrals to Other Professionals

SCI does not accept referral fees

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Item 15: Custody

Clients will receive account statements at least quarterly from the custodian (Interactive Brokers, LLC, or TD Ameritrade or Charles Schwab). Clients are urged to compare custodial account statements against statements prepared by Asset Planning, Inc. for accuracy. Minor variations may occur because of reporting dates, accrual methods of interest and dividends, and other factors. The custodial statement is the official record of your account for tax purposes.

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Item 16: Investment Discretion

SCI Clients: SCI accepts discretionary authority to manage securities accounts on behalf of clients. SCI has the authority without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. Clients must sign a limited power of attorney before SCI is given discretion authority. The limited power of attorney is included in the qualified custodian's account application for our main custodians (Interactive Brokers, LLC, and/or TD Ameritrade and/or Charles Schwab). R

SCI does not have authority to take custody of client funds or securities, other than under the terms of the Fee Payment Authorization clause in the Agreement with the client.

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Item 17: Voting Client Securities

SCI does not vote proxies. It is the client's responsibility to vote proxies. Clients will receive proxy materials directly from the custodian. Questions about proxies may be made via the contact information on the cover page.

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Item 18: Financial Information

SCI does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients. A balance sheet is not required to be provided because Asset Planning, Inc. does not serve as a custodian for client funds or securities and does not require prepayment fees.

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Item 19: Requirements for State-Registered Advisors

Requirement 19A: Identify each of your principal executive officers and management persons, and describe their formal education and business background:

CEO and CCO

Name: Keshav K Agrawal

Year of Birth: 1964

Education and Certification:

- a. Master's degree in Commerce from University of Calcutta, INDIA
- b. Chartered Accountant (The Institute of Chartered Accountants of India)
- c. Cost Accountant (The Institute of Cost & Works Accountants of India)
- d. CPA (Certified Public Accountant, USA)
- e. CIA (Certified Internal Auditor)
- f. CISA (Certified Information System Auditor)
- g. Completed Series 65

Experience: Over 15 years in the field of accounting, tax and finance.

Disciplinary Information: None

Contact Information: Keshav Agrawal, kagrawal@shreemcapital.com

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CEO and CCO

Name: Keshav K Agrawal

Year of Birth: 1964

Education and Certification:

- a. Master's degree in Commerce from University of Calcutta, INDIA
- b. Chartered Accountant (The Institute of Chartered Accountants of India)
- c. Cost Accountant (The Institute of Cost & Works Accountants of India)
- d. CPA (Certified Public Accountant, USA)
- e. CIA (Certified Internal Auditor)
- f. CISA (Certified Information System Auditor)
- g. Completed Series 65

Experience: Over 15 years in the field of accounting, tax and finance.

Disciplinary Information: None

Contact Information: Keshav Agrawal, kagrawal@shreemcapital.com