

D2D CAPITAL PARTNERS, L.P.
D2D CAPITAL MANAGEMENT, LLC
7952 AMAWALK CIRCLE
JOHNS CREEK, GA 30097
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Minimum Investment:	\$100,000 Waiver available from General Partner
General Partner:	D2D CAPITAL MANAGEMENT, LLC
Investment Advisor:	D2D CAPITAL ADVISORS, LLC
Incentive Allocation:	20% With High Water Mark
Management Fee:	2%
Withdrawal:	90 days lockup with quarterly withdrawal on 30 days notice

EXECUTIVE SUMMARY

This is a summary of certain provisions of the Confidential Private Offering Memorandum of **D2D CAPITAL PARTNERS, L.P.** (the “Partnership”) and is intended only for reference. It is neither complete nor exact, and is qualified in its entirety by reference to the more detailed information appearing in the Private Offering Memorandum and in the Agreement of Limited Partnership.

Investment Objectives

The primary investment objective of the Partnership is growth of capital. The business of the Partnership is the buying and selling of stocks, options, warrants, and rights of U.S. and non-U.S. entities. The Partnership may invest and trade in public and private securities and may lend funds or assets and borrow money, with and without collateral. The Partnership ordinarily will invest in securities that trade in sufficient volume to allow for swift execution of transactions. Positions in securities may be held for very short periods, even as little as a portion of one day. The Partnership may engage in transactions in exchange-listed options in conjunction with or in lieu of taking a position in underlying securities, including writing uncovered options. The Partnership also may engage in short sales of securities and margin transactions. The Partnership shall have the power to do any and all acts necessary, appropriate, proper, advisable, incidental or convenient to or for the furtherance of the purposes and business described herein, and shall have, without limitation, any and all of the powers that may be exercised on behalf of the Partnership by the General Partner. The General Partner has delegated discretionary authority over the Partnership’s trading activity and management of the Partnership’s portfolio to the Investment Advisor.

Options

The Partnership intends to implement an options trading strategy that is not neutral. The Partnership will implement covered call strategies on securities at support and signed calls at higher strike prices. Ownership will receive premium income regardless of market conditions. The Partnership may simultaneously implement spread positions in which the Partnership engages in a transaction where it makes a purchase and sale of puts or calls on the same underlying securities with different expirations or strike prices. This may involve diagonal spreads, calendar spreads, bull call spreads, straddles, strangles, and the use of puts for insurance, all of which may be implemented simultaneously with purchases. Utilizing this strategy, when underlying security goes down in value, the premium received by selling the covered calls will generate cash flow, reduced by the cost of put insurance which will appreciate to offset the portfolio s depreciation.

The options cycle expire every month, giving the Partnership 12 cycles to maximize returns. In trading the options program, the Partnership will have a range on both sides of the market. The Partnership will profit if the index goes up or down as long as the range doesn't break below or above breakeven points. As the expiration date approaches, the premium on both sides will erode allowing the Partnership to profit. It is not necessary that the Partnership hold all positions until expiration. If the time value erodes enough where the reward is not in line with the risks, the position will be closed and a profit realized. The profits of the Partnership will be greater when the volatility of the index is small. The greater the volatility of the market, the more risk is incurred by the Partnership. At times of high volatility, the investment manager will use different trading techniques to lower overall risk.

If the underlying securities remain at the same value, the premium received by selling the covered calls will provide cash flow return, reduced by the cost of put insurance, augmenting the portfolio when there is no appreciation or depreciation in the underlying securities. Where the underlying securities appreciate in value, the premium received by selling the covered calls provides cash flow return, reduced by the cost of put insurance. The puts will be allowed to expire or be sold for some recovery without unnecessary exposure to the fund, generating additional profits to the Partnership.

The Partnership will employ longer term buy and hold strategies on companies considered to be appropriate NASDAQ 100 or MDX companies for which there are good technical and fundamental indicators. The Partnership then intends to write covered calls on such securities to generate monthly premium. The Partnership will also hedge against possible downside risk through the purchase of put insurance. Long puts, put insurance, constitute the hedge against devaluation of that portion of the portfolio. The Partnership intends to use hedging strategies that correlate directly with the underlying security in an effort to minimize or mitigate the effects of negative volatility on our investments.

Realizing Loss

In the event that an option goes into the money and thus a losing position, the contract may be rolled to the following month. The current losing spread will be closed out at a loss and at the same time a new contract will be opened for the following month. Generally, the premium on the new contract will be equal to the closed contract. The new contract will have a strike price that is further out of the money (generally 25 points) than the previous contract due to the extra month of time value. Contracts will be rolled 13 business days before the expiration in order to minimize the remaining time value. The long component of the spread will expire worthless. A new long position will have to be repurchased for the new month. Thus, the new long component of the credit spread will be the only additional cost to keep the position in place for another 45 weeks and thus allowing the opportunity to close with a profit.

In addition the fund utilizes a variety of technical indicators to aid in our selection process. A variety of indicators are used including 21, 50, 200 day moving averages, advance/decline, put/call, VIX, commercial open interests, among several others.

The Partnership's investment program is speculative and entails substantial risks. There can be no assurance that the investment objectives of the Partnership will be achieved, and results may vary substantially over time. In fact, the practices of leverage and other investment techniques, which the Partnership may employ from time to time, can, in certain circumstances, maximize the adverse effect to which the Partnership's investment portfolio may be subject (see Investment Risk Factors). When making any asset allocation decision with respect to the Partnership, the Manager will use a combination of quantitative and qualitative analytical techniques.

The Partnership's investment program will emphasize active management of the Partnership's

portfolio, with an emphasis on capturing profits on short-term movements. This policy will result in the Partnership taking frequent trading positions. Consequently, the Partnership's portfolio turnover and brokerage commission expenses may exceed those of most investment entities of comparable size. It is the intent of the General Partner to minimize the effect of active trading by having acquired very competitive commission rates.

The investment methods and strategies used by the Partnership are proprietary and confidential. Therefore, the above discussion is of a general nature and is not intended to be exhaustive. There can be no guarantee that the General Partner's and/or Investment Advisor's assumptions regarding the availability of investment opportunities will prove accurate or that its investment methods and strategies or any particular investment made by the Partnership will prove profitable. Also, there can be no assurance that the investment objectives of the Partnership will be achieved. In fact, the practices of short-selling, leverage and limited diversification can, in certain circumstances, maximize the adverse effects to which the Partnership's investment portfolio may be subject.

The Partnership may, from time to time, lend securities from its portfolio to brokers, dealers and financial institutions such as banks and trust companies and receive collateral in cash or securities issued or guaranteed by the United States government. Portfolio securities of the Partnership will not be purchased from, sold or loaned to the General Partner, or its affiliates or any of their directors, officers or employees.

SHORT SALES

The Partnership may make short sales of securities. A short sale is a transaction in which the Partnership sells a security it does not own in anticipation of a decline in market price. The Partnership may also make short sales as a hedging device.

In order to consummate a short sale (i.e., make delivery of the security sold to the buyer), the Partnership must borrow the security. Thereafter, the Partnership is obligated to return the security to the lender, which is accomplished by a later purchase of the security by the Partnership. When the Partnership makes a short sale, it must leave the proceeds thereof with the broker and it must also deposit with the broker an amount of cash or United States government obligations or other securities sufficient under current margin regulations, to collateralize its obligation to replace the borrowed securities which have been sold. During the period in which the securities are borrowed, the lender typically retains the right to receive interest and dividends accruing to the securities. In exchange, in addition to lending the securities, the lender generally pays the Partnership a fee (based upon prevailing interest rates and other market factors) for the use of the Partnership's cash.

The extent to which the Partnership will engage in short sales will depend upon its investment strategy and perception of market direction; the Partnership has no policy limiting the amount of its assets it may deposit to collateralize its obligations to replace borrowed securities sold short.

A short sale involves the risk of a theoretically unlimited increase in the market price of the security.

USE OF OPTIONS

The Partnership engages in options transactions either in lieu of, or in combination with, the purchase or sale of the underlying securities. The Partnership may sell call options on securities held in its portfolio (in which case the premium received will provide a limited amount of protection against a decline in the market value of the underlying securities). Under certain circumstances, the Partnership may purchase call options, in lieu of taking a position in the underlying stock, if it anticipates that it might achieve a higher rate

of return on the amount invested from options than it could from a direct investment in the stock. The Partnership may also purchase call options on securities sold short by the Partnership as a hedging technique.

The Partnership may also purchase put options in which case it will pay a premium to obtain a right to sell the underlying security at the put exercise price. In certain situations, the Partnership may purchase put options as a substitute for establishing a short position in a particular security. The Partnership may also sell put options in which case the premium received will hedge against a loss resulting from an increase in value of the underlying security.

The Partnership may also engage in “uncovered” option transactions (e.g., where the writer of a call option does not own an equivalent number of shares of the underlying security; or, in the case of a put option, the writer has not sold an equivalent number of shares or does not own a put option covering an equivalent number of shares with an exercise price equal to or greater than the exercise price of the put written). The Partnership may, for example, engage in hedging techniques which involve the sale of call options on a greater number of shares of the underlying securities than are held by the Partnership (either directly or through the ownership of call options). This type of hedging provides an opportunity, through the receipt of premiums on the options written, to hedge against a decline in the market value of the underlying security on a basis beyond that available in covered option transactions. However, the use of such technique also entails greater risk of potential loss to the Partnership, since a sharp rise in the market price of the underlying security will result in the Partnership realizing a loss on the calls written, which may be offset only partially by the increase in the value of the underlying securities held by the Partnership. Were the Partnership to write an option contract without holding a position in the underlying security, such a position could, in theory, lead to an unlimited amount of loss.

Although the stock exchanges attempt to provide continuously liquid markets in which holders and writers of options can close out their positions at any time prior to the expiration of the option, there is no assurance that such a market will exist at all times for all outstanding options purchased or sold by the Partnership. If an option market were to become unavailable, the Partnership would be unable to realize its profits or limit its losses until it could exercise options it holds, and the Partnership would remain obligated until options it sold were exercised or expired.

Since option premiums paid or received by the Partnership, as compared to the underlying investments, are small in relation to the market value of such investments, buying and selling put and call options offer large amounts of leverage. Thus, the leverage offered by trading in options could result in the Partnership’s net asset value being more sensitive to changes in the value of the underlying securities.

Managers of General Partner

SURESH VEMULAMADA is the founder Managing Member and Chief Executive of the General Partner and Investment Advisor. He is a professional financial trader, and options trader for D2D holdings account for several years. Mr. Suresh trades a variety of European, US markets, including stock indices, options, individual stocks, and currency (forex) markets.

Suresh has been a full-time financial trader for several years, trading European, US, and Asian markets every trading day (five days a week). He has experience analyzing various financial markets, creating new trading techniques and trading systems for scalping, day, swing, and position trading, and making trades. Suresh is also an experienced computer programmer, worked for IBM for 10 years, and has written a variety of trading related software, including charting, market analysis, trade analysis, automated trading, and order entry systems.

Suresh graduated from the Arkansas State University with a Master's degree in Computer Science and Information Technology. Suresh has a well balanced education, covering a range of subjects from Electronics to other advanced technologies. His advanced education includes computer science and information technologies, computer programming (C / C++, and Assembly), and languages. Suresh speaks English, Hindi, and some Asian languages, which gives him an insight into markets and traders from different regions.

SRIDHAR MARUPUDI is the founder and Managing Member of the General Partner and Investment Advisor. Mr. Marupudi is an energy conservation professional that has implemented \$600M + conservation projects. He specializes developing self funding business cases with high return on investment. He worked for Multi national companies like Johnson Controls from October, 1994 to November, 2011. He also worked for Wipro, Inc. a global company leading public sector projects across the globe from November 2011 to November 2014.

He is the founder of D2D Holdings and D2D Capital Investments. D2D holdings supports acquisitions and management of commercial real estate. D2D holdings was founded in August, 2010 and currently holds / manages retail shopping centers 8 shopping centers and 2 commercial office buildings. The portfolio gives opportunities to buy small % ownership in these retail centers.

D2D Capital Investments is an investment company that has been trading stocks, options for the last 18 months. Mr. Marupudi has raised over \$1.2M in funds and also supported with distribution of dividends in 2014 and 2015.

Limited Partner Reports

The Partnership will send all Partners after the end of each calendar year financial statements audited by the Partnership's independent accountants. At the end of each calendar year, each Partner will be furnished certain tax information for preparation of their respective tax returns. Each Partner will also receive monthly progress reports and certain other reports as the General Partner may deem appropriate.

Erisa and Other Tax Exempt Entities

Entities subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA") and other tax-exempt entities may purchase Partnership Interests. However, investment in the Partnership by such entities requires special consideration. Since the Partnership is permitted to borrow, tax-exempt Limited Partners may incur an income tax liability with respect to their share of the Partnership's "unrelated business taxable income." Trustees or administrators of such entities should consult their own legal and tax advisers.

Certified Public Accountants

The Partnership has retained **KAPLAN & COMPANY, Certified Public Accountants, 60 Revere Drive, Suite 910, Northbrook, Illinois 60062, (847) 272-0001**, as its independent accountants.

THE FOREGOING STATEMENT OF INVESTMENT PHILOSOPHY AND INVESTMENT PROCESS IS A BRIEF EXECUTIVE SUMMARY OF THE INFORMATION CONTAINED IN THE PRIVATE OFFERING MEMORANDUM OF D2D CAPITAL PARTNERS, L.P. THIS EXECUTIVE SUMMARY IS NOT TO BE CONSTRUED AS AN OFFER TO SELL SECURITIES OF OR ANY INTEREST IN D2D CAPITAL PARTNERS, L.P. OR AS AN INVITATION OR SOLICITATION FOR OFFERS TO BUY SECURITIES OF OR ANY INTEREST IN D2D CAPITAL PARTNERS, L.P.

THIS EXECUTIVE SUMMARY IS NOT TO BE CONSTRUED AS A SUBSTITUTE FOR THE PRIVATE OFFERING MEMORANDUM AND SHOULD BE CONSIDERED ONLY IN CONJUNCTION WITH THE PRIVATE OFFERING MEMORANDUM, THE AGREEMENT OF LIMITED PARTNERSHIP, AND THE SUBSCRIPTION DOCUMENTS; ALL OF WHICH SHOULD BE CONSIDERED AS A WHOLE, IN MAKING THE INVESTMENT DECISION. NOTHING TO THE CONTRARY WITHSTANDING CONTAINED HEREIN, POTENTIAL INVESTORS ARE CAUTIONED THAT THEY MAY RELY ONLY UPON INFORMATION CONTAINED IN THE PRIVATE OFFERING MEMORANDUM OF D2D CAPITAL PARTNERS, L.P., THE AGREEMENT OF LIMITED PARTNERSHIP OF D2D CAPITAL PARTNERS, L.P. AND THE RELATED SUBSCRIPTION DOCUMENTS.