

ML Capital Group, Inc.
Form 4
February 26, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
NELSON LISA ANNE

(Last) (First) (Middle)
10142 PALISADES BLVD
(Street)

FOUNTAIN HILLS, AZ 85268

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ML Capital Group, Inc. [MLCG]

3. Date of Earliest Transaction (Month/Day/Year)
01/14-07:00/2014

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
President/CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/14-07:00/2014		S		55,000	D	\$ 0.2185
Common Stock	02/17-07:00/2014		S		32,500	D	\$ 0.0223 (1)
Common Stock	01/21-07:00/2014		S		37,500	D	\$ 0.0276 (2)
Common Stock	01/23-07:00/2014		S		30,000	D	\$ 0.0225 (3)

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Common Stock	01/27-07:00/2014	S	75,000	D	\$ <u>0.0211</u> (4)	39,770,000	D
Common Stock	01/28-07:00/2014	S	50,000	D	\$ 0.02	39,720,000	D
Common Stock	02/03-07:00/2014	S	70,000	D	\$ <u>0.0357</u> (5)	39,650,000	D
Common Stock	02/04-07:00/2014	S	150,000	D	\$ 0.05	39,500,000	D
Common Stock	02/04-07:00/2014	S	100,000	D	\$ 0.0503	39,400,000	D
Common Stock	02/04-07:00/2014	S	90,000	D	\$ 0.066	39,310,000	D
Common Stock	03/25-06:00/2014	S	150,600	D	\$ 0.162 <u>(6)</u>	39,159,400	D
Common Stock	03/28-06:00/2014	S	50,000	D	\$ <u>0.0994</u> (7)	39,109,400	D
Common Stock	04/01-06:00/2014	S	80,500	D	\$ <u>0.1071</u> (8)	39,028,900	D
Common Stock	04/02-06:00/2014	S	50,000	D	\$ <u>0.0969</u> (9)	38,978,900	D
Common Stock	04/04-06:00/2014	S	100,000	D	\$ <u>0.1021</u> (10)	38,878,900	D
Common Stock	04/23-06:00/2014	S	40,000	D	\$ <u>0.0608</u> (11)	38,838,900	D
Common Stock	04/24-06:00/2014	S	25,000	D	\$ 0.058 <u>(12)</u>	38,813,900	D
Common Stock	04/25-06:00/2014	S	45,000	D	\$ <u>0.0564</u> (13)	38,768,900	D
Common Stock	04/28-06:00/2014	S	7,000	D	\$ <u>0.0429</u> (14)	38,761,900	D
Common Stock	05/02-06:00/2014	S	41,860	D	\$ <u>0.0712</u> (15)	38,720,040	D
	05/13-06:00/2014	S	11,100	D		38,708,940	D

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Common Stock						\$ 0.048 (16)		
Common Stock	05/16-06:00/2014	S	30,000	D	\$ 0.0475	38,678,940	D	
Common Stock	06/20-06:00/2014	S	62,134	D	\$ 0.039 (17)	38,616,806	D	
Common Stock	07/01-06:00/2014	S	250,000	D	\$ 0.0258 (18)	38,366,806	D	
Common Stock	07/02-06:00/2014	S	120,000	D	\$ 0.0327 (19)	38,246,806	D	
Common Stock	07/03-06:00/2014	S	108,600	D	\$ 0.0284 (20)	38,138,206	D	
Common Stock	07/07-06:00/2014	S	160,000	D	\$ 0.0278 (21)	37,978,206	D	
Common Stock	07/08-06:00/2014	S	45,000	D	\$ 0.0274 (22)	37,933,206	D	
Common Stock	07/09-06:00/2014	S	40,000	D	\$ 0.026 (23)	37,893,206	D	
Common Stock	07/10-06:00/2014	S	96,441	D	\$ 0.0253 (24)	37,796,765	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code	V	(A)	(D)	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NELSON LISA ANNE 10142 PALISADES BLVD FOUNTAIN HILLS, AZ 85268			President/CEO	

Signatures

/s/ Lisa Nelson 02/26-07:00/2015

 Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Price is \$0.022272
- (2) Price is \$0.027629
- (3) Price is \$0.022464
- (4) Price is \$0.02112
- (5) Price is \$0.035657
- (6) Price is \$0.162018
- (7) Price is \$0.099435
- (8) Price is \$0.107138
- (9) Price is \$0.096906
- (10) Price is \$0.102148
- (11) Price is \$0.060815
- (12) Price is \$0.05795
- (13) Price is \$0.056404
- (14) Price is \$0.042857
- (15) Price is \$0.071249
- (16) Price is \$0.047995
- (17) Price is \$0.038958
- (18) Price is \$0.025758
- (19) Price is \$0.032736
- (20) Price is \$0.028374
- (21) Price is \$0.027786

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(22) Price is \$0.02736

(23) Price is \$0.025968

(24) Price is \$0.025272

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.