ML CAPITAL GROUP INC.

(A Nevada Corporation)

QUARTERLY REPORT

For the Period Ending June 30th, 2016

OTC Pink Basic Disclosure Guidelines

1) Name of the Issuer and its predecessors (if any)

ML Capital Group Inc., was incorporated under the laws of the state of Nevada on September 22, 2009.

2) Address of the issuer's principal executive offices

Company Headquarters
1801 Coral ay TE 312
Miami, Florida 33145
Phone: 786-313-3206
Email: info@mlcginc.com
Website: www.mlcginc.com

3) Security Information

Trading Symbol: MLCG
Exact title and class of securities outstanding:
CUSIP: 55314D106
Par or stated value: $0.00001
Common Shares Authorized: 5,010,000,000
Common Shares Outstanding: 1,336,710,645 as of June 30, 2016

Preferred Shares Authorized: 10,000,000
Par or stated value: $0.0001
Preferred Shares Outstanding: 2,000,000

Transfer Agent
VStock Transfer LLC
18 Lafayette Place
Woodmere, New York 11598

Phone: 212-828-8436

Is the transfer Agent Registered under the Exchange Act? YES

List any restrictions on the transfer of security: None

Describe any trading suspension orders issued by the SEC in the past 12 months: None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off or reorganization either currently anticipated or that occurred within the past 12 months: In April 2015, the company's Board of Directors approved a 1 for 4000 reverse stock split.

4) Issuance History

On January 3, 2014 the Company issued 1,000,000 shares of common stock to one individual for $5,000 in cash.

On January 9, 2014 the Company issued 1,000,000 shares of common stock for $5,000 in cash.

On January 14, 2014 the Company issued 300,000 shares of common stock to one individual with a fair value based on recent stock sales, of $11,370 for services rendered.

On January 28, 2014 the Company issued 393,446 shares of common stock for the conversion of $2,558 of convertible debt and accrued interest.

On February 4, 2014 the Company issued 394,057 shares of common stock for the conversion of $2,561 of convertible debt and accrued interest.

On February 6, 2014 the Company issued 200,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $8,000 was recorded as deferred stock compensation to be amortized to expense over the six month period, resulting in expenses of $8,000 for the year ended December 31, 2014.

On February 7, 2014 the Company issued 1,000,000 shares of common stock to one individual for $5,000 in cash.

On March 3, 2014 the Company issued 2,500,000 shares of common stock for the conversion of $2,500 of convertible debt.

On March 7, 2014 the Company issued 1,000,000 shares of common stock to one individual for $5,000 in cash.

On March 7, 2014 the Company issued 250,000 shares of common stock to one entity for services to be rendered over six months, the fair value of $15,500 based on recent sales, was recorded as deferred stock compensation to be amortized into expense over six months, resulting in expenses of $15,500 for the year ended December 31, 2014.

On March 27, 2014 the Company issued 250,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $27,500, based on recent sales, was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $27,500 for the year ended December 31, 2014.

On April 4, 2014 the Company issued 238,000 shares of common stock valued at $30,702, based on recent stock sales, to an entity for services to be rendered over six months. The fair value was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $30,702 for the year ended December 31, 2014.

On April 17, 2014 the Company issued 2,000 shares of common stock valued at $258 based on recent stock sales to one entity for legal services.

On April 17, 2014 the Company issued 800,000 shares of common stock valued at $57,120, based on recent stock sales to two directors of the Company.

On April 17, 2014 the Company issued 500,000 shares of common stock valued at $35,700, based on recent stock sales, to one individual appointed to the advisory board. The fair value was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $35,700 for the year ended December 31, 2014.

On May 5, 2014 the Company issued 1,120,519 shares of commons stock valued at $23,027 for the conversion of $22,000 of convertible debt and $1,027 of accrued interest.

On May 16, 2014 the Company issued 250,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $14,650, based on recent sales, was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $14,650 for the year ended December 31, 2014.

On May 21, 2014 the Company issued 250,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $11,225, based on recent sales, was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $11,225 for the year ended December 31, 2014.

On June 4, 2014 the Company issued 200,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $5,780, based on recent sales, was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $5,780 for the year ended December 31, 2014.

On June 5, 2014 the Company issued 300,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $8,100, based on recent sales, was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $8,100 for the year ended December 31, 2014.

On June 10, 2014 the Company issued 350,000 shares of common stock to one entity for services to be rendered over three months. The fair value of $5,600, based on recent sales, was recorded as deferred stock based compensation to be amortized over three months, resulting in expenses of $5,600 for the year ended December 31, 2014.

On June 27, 2014 the Company issued 500,000 shares of common stock to an individual for services to be rendered over six months. The fair value of $15,000, based on recent sales, was recorded as deferred stock based compensation to be amortized over three months, resulting in expenses of $15,000 for the year ended December 31, 2014.

On August 1, 2014 the Company issued 250,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $6,000, based on recent sales, was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $5,000 for the year ended December 31, 2014.

On August 19, 2014 the Company canceled 125,000 shares as a result of the settlement of a pending legal matter.

On September 4, 2014 the Company issued 717,619 shares of common stock for the conversion of $5,000 of convertible debt and $233 of accrued interest.

On September 19, 2014 the Company issued 350,000 shares of common stock to one entity for services to be rendered over three months. The fair value of $3,150, based on recent sales, was recorded as deferred stock based compensation to be amortized over three months, resulting in expenses of $3,150 for the year ended December 31, 2014.

On October 2, 2014, the Company issued 2,552,890 shares of common stock for the conversion of $5,233 of convertible debt and accrued interest.

On October 6, 2014 the Company issued 3,333,333 shares of common stock for the conversion of $10,000 of convertible debt.

On October 14, 2014 the Company issued 3,968,253 shares of common stock for the conversion of $5,000 of convertible debt.

On October 15, 2014 the Company issued 4,166,666 shares of common stock for the conversion of $3,500 of convertible debt.

On October 17, 2014 the Company issued 8,689,475 shares of common stock for the conversion of $7,300 of convertible debt.

On October 21, 2014 the Company issued 5,030,290 shares of common stock for the conversion of $3,950 of convertible debt and $200 of accrued interest.

On October 28, 2014 the Company issued 3,846,153 shares of common stock for the conversion of $3,000 of convertible debt.

On October 29, 2014 the Company issued 5,298,206 shares of common stock for the conversion of $3,650 of convertible debt and $191 of accrued interest.

On October 30, 2014 the Company issued 16,017,089 shares of common stock for the conversion of $11,990 of convertible debt and $200 of accrued interest.

On October 31, 2014 the Company issued 12,524,360 shares of common stock for the conversion of $11,990 of convertible debt and $200 of accrued interest.

On November 4, 2014 the Company issued 6,104,179 shares of common stock for the conversion of $4,200 of convertible debt and $226 of accrued interest.

On November 5, 2014 the Company issued 7,413,765 shares of common stock for the conversion of $5,100 of convertible debt and $275 of accrued interest.

On November 6, 2014 the Company issued 5,525,641 shares of common stock for the conversion of $4,310 of convertible debt.

On November 10, 2014 the Company issued 5,525,641 shares of common stock for the conversion of $4,310 of convertible debt.

On November 12, 2014 the Company issued 8,347,343 shares of common stock for the conversion of $5,535 of convertible debt and $308 of accrued interest.

On November 13, 2014 the Company issued 5,000,000 shares of common stock for the conversion of $3,900 of convertible debt.

On November 17, 2014 the Company issued 2,000,000 shares of common stock to a member of the board of directors for services to be rendered over twelve months. The fair value of $3,200, based on recent sales, was recorded as deferred stock based compensation to be amortized over twelve months, resulting in expenses of $400 for the year ended December 31, 2014.

On November 17, 2014 the Company issued 10,000,000 shares of common stock to a member of the board of directors for services to be rendered over twelve months. The fair value of $16,000, based on recent sales, was recorded as deferred stock based compensation to be amortized over twelve months, resulting in expenses of $2,000 for the year ended December 31, 2014.

On November 17, 2014 the Company issued 3,000,000 shares of common stock to be rendered over twelve months. The fair value of $4,800, based on recent sales, was recorded as deferred stock based compensation to be amortized over twelve months, resulting in expenses of $600 for the year ended December 31, 2014.

On November 18, 2014 the Company issued 5,128,205 shares of common stock for the conversion of $4,000 of convertible debt.

On November 21, 2014 the Company issued 6,363,636 shares of common stock for the conversion of $4,200 of convertible debt.

On December 1, 2014 the Company issued 5,000,000 shares of common stock for the conversion of $3,000 of convertible debt.

On December 3, 2014 the Company issued 5,000,000 shares of common stock for the conversion of $3,000 of convertible debt.

On December 8, 2014 the Company issued 5,000,000 shares of common stock for the conversion of $1,800 of convertible debt.

On December 15, 2014 the Company issued 10,000,000 shares of common stock for the conversion of $2,400 of convertible debt.

On December 15, 2014 the Company issued 500,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $250, based on recent sales, was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $21 for the year ended December 31, 2014.

On December 15, 2014 the Company issued 75,000,000 shares of common stock to one entity for services to be rendered over six months. The fair value of $37,500, based on recent sales, was recorded as deferred stock based compensation to be amortized over six months, resulting in expenses of $3,125 for the year ended December 31, 2014.

On December 17, 2014 the Company issued 10,000,000 shares of common stock for the conversion of $2,400 of convertible debt.

The Company has issued warrants to purchase 11,083,333 shares of common stock of which 5,541,667 are exercisable as of December 31, 2014. The warrants have an exercise price of $0.06 per share and expire on April 1, 2017

During the year ended December 31, 2014, the Company issued 23,841 shares of common stock for services rendered.

During the year ended December 31, 2014, the Company issued 1,000 for cash.

During the year ended December 31, 2014, the Company issued 38,609 shares of common stock for the conversion of convertible debt.

On January 8, 2015 the Company issued 3,750 shares of common stock for the conversion of $1,800 of convertible debt.

On January 9, 2015 the Company issued 3,750 shares of common stock for the conversion of $1,800 of convertible debt.

On January 13, 2015 the Company issued 4,500 shares of common stock for the conversion of $1,800 of convertible debt.

On January 13, 2015 the Company issued 4,582 shares of common stock for the conversion of $2,200 of convertible debt.

On January 14, 2015 the Company issued 4,500 shares of common stock for the conversion of $1,800 of convertible debt.

On January 16, 2015 the Company issued 13,159 shares of common stock for the conversion of $7,895 of convertible debt.

On January 16, 2015 the Company issued 5,616 shares of common stock for the conversion of $3,300 of convertible debt and $70 of accrued interest.

On January 20, 2015 the Company issued 9,625 shares of common stock for the conversion of $4,620 of convertible debt.

On January 21, 2015 the Company issued 4,500 shares of common stock for the conversion of $1,800 of convertible debt.

On January 22, 2015 the Company issued 10,250 shares of common stock for the conversion of $4,920 of convertible debt.

On January 23, 2015 the Company issued 5,375 shares of common stock for the conversion of $2,580 of convertible debt.

On January 26, 2015 the Company issued 4,284 shares of common stock for the conversion of $2,000 of convertible debt and $142 of accrued interest.

On January 26, 2015 the Company issued 4,500 shares of common stock for the conversion of $1,800 of convertible debt.

On January 27, 2015 the Company issued 19,500 shares of common stock for the conversion of $6,240 of convertible debt.

On March 23, 2016 the Company issued 95,580,400 shares of common stock for the conversion of $4,779.02 of convertible debt.

On June 13, 2016 the Company issued 120,413,424 shares of common stock for the settlement of debt.

ACCOUNTANT'S COMPILATION REPORT

The Management of
ML Capital Group, Inc.

Management is responsible for the accompanying financial statements of ML Capital Group, Inc. (a corporation), which comprise the condensed consolidated balance sheets as of June 30, 2016 and December 31, 2015, and the related condensed consolidated statements of operations and cash flows for the six months ended June 30, 2016 and 2015, and the related notes to the financial statements in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

We are not independent with respect to ML Capital Group, Inc.

Cox CPA Services, Inc.

September 14, 2016

ML Capital Group, Inc.
CONDENSED CONSOLIDATED BALANCE SHEETS

		June 30, 2016 (Unaudited)		December 31, 2015 (Unaudited)
ASSETS				
Current assets:				
Cash and cash equivalents	$	2,341	$	2,810
Inventory		-		16,412
Prepaid expenses		-		-
Deferred debt issuance cost		-		5,715
Total current assets		2,341		24,937
Property and Equipment, net		456		1,188
Total assets	$	2,797	$	26,125
LIABILITIES AND STOCKHOLDERS' DEFICIT				
Current liabilities:				
Accounts payable and accrued expenses	$	212,554	$	53,971
Convertible notes payable, net of discount $- and $165,361, respectively		1,225,475		419,719
Derivative liabilities		-		4,500,560
Promissory note		5,000		5,000
Total current liabilities		1,443,029		4,990,550
Total liabilities		1,443,029		4,979,250
Stockholders' Deficit				
Common stock, $.0001 par value; 7,000,000,000 shares authorized; 2,693,716,885 (2015) and 1,336,710,645 (2016) shares issued and outstanding, respectively		136,337		269,372
Preferred Stock, $.00001 par value; 10,000,000 shares authorized; 1,000,000 (2016 and 2015) shares issued and outstanding, respectively		10		10
Additional paid-in capital		11,317,885		11,700,195
Deferred stock compensation		-		-
Accumulated deficit		(12,894,464)		(16,922,702)
Total stockholders' deficit		(1,440,232)		(4,953,125)
Total liabilities and stockholders' deficit	$	2,797	$	26,125

ML Capital Group, Inc.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
Revenues				
Product sales	$ -	$ 32,996	$ 11,375	$ 57,807
Costs of goods sold	-	(3,964)	(4,489)	(25,981)
Gross Profit	-	29,032	6,886	31,826
Expenses:				
Compensation	-	8,045,577	-	8,045,577
Professional fees	30,088	3,500	30,325	46,262
General and administrative expenses	32,827	35,574	43,916	189,083
Total operating expenses	62,915	8,084,651	74,241	8,280,922
Operating loss	(62,915)	(8,055,619)	(67,355)	(8,249,096)
Other income (expense):				
Amortization of debt discounts	-	(53,230)	-	(235,390)
Derivative liability expense	-	558,138	4,500,560	547283
Forgiveness of debt	(109,237)	-	(109,237)	-
Interest and default penalty expense	(270,254)	(9,369)	(279,318)	(20,649)
Total other expense	(379,491)	495,539	4,112,005	291,244
Net income (loss)	$ (442,406)	$ (7,560,080)	$ 4,044,650	$ (7,957,852)
Net income (loss) per share	$ -	$ (0.05)	$ 0.002	$ (0.10)
Weighted average number of common shares outstanding	1,377,940,341	158,517,748	2,036,084,765	79,004,413
Basic and diluted				

ML Capital Group Inc.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Six Months ended June 30, 2016	Six Months ended June 30, 2015
Cash flows from operating activities:		
Net income (loss)	$ 4,044,650	$(7,957,852)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock based compensation	-	8,086,362
Amortization of discount on convertible notes	-	235,390
Amortization of deferred financing fees	5,715	13,399
(Gain) Loss from derivative liability	(4,500,560)	(547,283)
Depreciation	732	2,467
Forgiveness of debt	109,237	
Changes in operating assets and liabilities:		
Inventory	-	(3,121)
Accounts payable and accrued expense	287,818	21,698
Prepaid expenses	-	12,324
Deferred revenue	-	-
Net cash provided by (used in) operating activities	(52,408)	(136,616)
Cash flows from investing activities:		
Purchase of furniture and fixtures	-	
Cash flows from financing activities:		
Bank overdraft	-	-
Common stock sold for cash	-	-
Proceeds (repayments) from convertible note	41,517	134,500
Payment of debt issuance costs	-	-
Repayment of advances from related parties	-	-
Proceeds from promissory note	-	5,000
Capital contribution	10,422	-
Net cash provided by financing activities	51,939	139,500
Net increase (decrease) in cash and cash equivalents	(469)	2,884)
Cash and cash equivalents, beginning	2,810	13,032
Cash and cash equivalents, ending	$ 2,341	$ 15,916
Supplemental disclosure of cash flow information:		
Cash paid for interest	$ -	$ -
Cash paid for income taxes	$ -	$ -
Non-cash investing and financing activities:		
Cancellation of common stock	$ 157,300	$ -
Reclassification of derivative liabilities	$ -	$ 73,203
Convertible debt and accrued interest converted to common stock	$ 6,779	$ 122,385
Shares issued to settle debt	$ 132,455	-

ML Capital Group, Inc.
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)

NOTE 1 – ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

ML Capital Group, Inc. (the "Company") was incorporated in the State of Nevada on September 22, 2009.

The Company's business consists of providing consulting services to both public and private companies, concentrating primarily on early stage companies, small businesses and emerging growth companies. The Company has embarked upon an expansion into developing products and services that are focused on the electronic cigarettes (e-cigs) industry.

In April 2015, the Company's board of directors approved a 1 for 4,000 reverse stock split. The number of shares of common stock has been adjusted to reflect the split for all periods presented.

Significant Accounting Policies

Basis of presentation and consolidation
The consolidated financial statements include the accounts of the company and wholly owned subsidiary. All intercompany balances and transactions are eliminated in consolidation.

The Company has adopted Accounting Standards Update No. 2014-10, Development Stage Entities (Topic 915): Elimination of Certain Financial Reporting Requirements. The adoption of this ASU allows the Company to remove the inception to date information and all references to development stage.

Going concern

As reflected in the accompanying financial statements, the Company had a net income of $4,487,056 and net cash provided by operations of $1,641 for the three months ended March 31, 2016. However, the net income is a result of the change in the derivative liability and the net cash provided by operations is not adequate to continue operations. The Company has total assets of $17,357 and a working capital deficit of $466,226 as of March 31, 2016. These conditions raise substantial doubt about the Company's ability to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company's ability to further implement its business plan, raise additional capital, and generate continue as a going concern. The financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Revenue recognition

Pursuant to the guidance of ASC Topic 605 and ASC Topic 360, the Company recognizes revenue when persuasive evidence of an arrangement exists, delivery has occurred or services have been rendered, the purchase price is fixed or determinable and collectability is reasonably assured. The company recognizes revenue from product sales during the period in which the product is delivered, which is generally at the at the point of sale.

Inventories

Inventories are stated at the lower of cost of market using the first-in; first-out (FIFO) cost method of accounting.

Use of estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the U.S. requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, expenses, and the related disclosures at the date of the financial statements and during the reporting period.

Actual results could materially differ from these estimates. Significant estimates in the 2016 and 2015 periods include the valuation of stock-based compensation and derivative liabilities.

Cash and cash equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid instruments purchased with a maturity of three months or less and money market accounts to be cash equivalents.

Fixed assets

Fixed Assets are stated at historical cost less depreciation. Cost of acquisition is inclusive of taxes, duties, freight, installation and allocated incidental expenditure during construction/ acquisition.

Fair value financial instruments

The carrying amounts reported in the balance sheets for accounts payable, accrued expenses and amounts due to related party approximate their fair value based on the short-term maturity of these instruments. The fair value of the Company's derivative liabilities was determined based on the estimated intrinsic value of the embedded conversion feature which approximates fair value due to the terms of conversion and a modified Black Scholes method incorporating Monte Carlo simulation.

The Company measures its financial and non-financial assets and liabilities, as well as makes related disclosures, in accordance with ASC Topic 820, *Fair Value Measurements and Disclosures* ("ASC Topic 820").

ASC Topic 820 provides guidance with respect to valuation techniques to be utilized in the determination of fair value of assets and liabilities. Approaches include, (i) the market approach (comparable market prices), (ii) the income approach (present value of future income or cash flow), and (iii) the cost approach (cost to replace the service capacity of an asset or replacement cost). ASC Topic 820 utilizes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into six broad levels. The following is a brief description of those six levels:

Level 1: Observable inputs such as quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices that are observable, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in markets that are not active.

Level 3: Unobservable inputs in which little or no market data exists, therefore developed using estimates and assumptions developed by us, which reflect those that a market participant would use.

The Company adjusts the derivative liability resulting from the embedded conversion option on its convertible debt to fair value at each balance sheet date. The fair value of the derivate liability is estimated using level 3 inputs. The following tables summarize our financial assets and liabilities measured at fair value on a recurring basis as of June 30, 2016:

	Balance at June 30, 2016	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**
Fair value of derivative liability for embedded conversion options	$ -	$ —	$ —	$ -

Stock-based compensation

The Company accounts for stock-based instruments issued to employees in accordance with ASC Topic 718. ASC Topic 718 requires companies to recognize in the statement of operations the grant-date fair value of stock options and other equity based compensation issued to employees. The Company accounts for non-employee share-based awards in accordance with ASC Topic 505-50.

Net loss per share of common stock

Basic net loss per common share is computed by dividing net loss available to common shareholders by the weighted average number of shares of common stock outstanding during the period. Diluted net loss per common share is computed by dividing net loss by the weighted average number of shares of common stock, common stock equivalents and potentially dilutive securities outstanding during each period.

Recent accounting pronouncements

Accounting standards that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the financial statements upon adoption.

NOTE 2 – RELATED PARTY TRANSACTIONS

The Company's president from time to time, provides advances to the Company for working capital purposes. These advances were due on demand, non-interest bearing and included in due to related party on the accompanying balance sheets. At December 31, 2015, there are no significant related party advances outstanding.

During the three month period ended March 31, 2016 the president of the Company received compensation of $0 in cash compensation compared to $36,190 during the same period in 2015.

On February 27, 2015 the Company issued 1,000,000 shares of common stock to its then president.

During the three month period ended March 31, 2016, the president of the Company contributed $10,422 to the Company.

During the three months ended June 30, 2016 the Company reimbursed its CEO $6,829 for various expenses such as travel and filings.

NOTE 3 – CONVERTIBLE NOTES PAYABLE

On June 7, 2012, the Company entered into a convertible promissory note agreement with Morgan Wells Inc. Pursuant to the convertible promissory note agreement, the Company issued a note in the principal amount of $5,000. The note bears interest at the rate of 8% per annum and matured on December 7, 2012. The note is convertible into common stock at 75% of the lowest closing market price for the Company's stock during the previous 20 trading days. In March 2016, $2,000 of the principal was converted into 26,666,666 shares of common stock. As of June 30, 2016 the note had a principal balance of $500.

On February 28, 2014 the Company issued a convertible promissory note in the principal amount of $30,000. The note bears interest at the rate of 8% per annum and matured February 28, 2015. The note is convertible into shares of the Company's common stock at 50% of the average of the lowest 2 trading prices during the 10 trading days immediately preceding the conversion date. The embedded conversion feature is required to be recorded as a derivative liability adjusted to fair value at each reporting date. The Company recorded an initial derivative liability of $32,400 debt discount of $30,000 and derivative expense of $2,400. The debt discount of $30,000 was amortized into interest expense over the term of the note. During the three months ended March 31, 2015, the Company issued

18,480 shares of common stock in satisfaction of the $6,966 of convertible debt and $268 of accrued interest No amounts remain outstanding as of June 30, 2016.

On April 1, 2014 the Company entered into a note agreement whereby the Company issued a note payable with a principal amount of $600,000 plus prepaid interest of $60,000 and prepaid legal fees of $5,000 for an aggregate amount of $665,000. Additional interest of 8% on the outstanding balance is also incurred. The current holder shall have the right from time to time to convert all or any part of the outstanding and unpaid principal amount of this note into fully paid and non-assessable shares of common stock. The note matured on April 1, 2015 and is convertible, at the note holder's option, into common shares of the Company after 90 days at the lower of $.0074 or 40% of the average closing price 20 days prior to conversion. The Company is to receive principal from the note of $50,000 per month starting in April 2014 and for 11 months thereafter, for a total of $600,000 of which $350,000 was received during the year ended December 31, 2014. In addition, the Company has issued warrants to the note holder which vest in equal amounts, over the 12 month period. The note holder may purchase up to 2,771 shares of the Company's common stock at $240 per share per warrant or convert the warrants to common stock on a formula as cashless warrants. Because of the variable conversion option contained in the convertible note and the ratchet provision included in the warrant, the Company recorded derivative liabilities totaling $1,706,747 upon issuance of the note, offset by a discount equal to the face value of the funded portion of the notes, which became convertible during the year ended December 31, 2014, or $370,000, and initial derivative expense of $1,536,747. During the three months ended March 31, 2015, the Company received an additional $25,000 in financing from this note. Additionally, during the three months ended March 31, 2015 the Company issued 123,582 shares of common stock upon conversion of $37,759 of convertible debt principal. The outstanding total balance including default penalty, interest and principal as of June 30, 2016 is $396,726, which includes principal of $226,560.

On July 2, 2014 the Company issued a convertible promissory note in the principal amount of $40,000. The note bears interest at the rate of 8% per annum and matured July 2, 2015. During the year ended December 31, 2015, the Company received an additional $21,500 and repaid $28,253 on the note. The note is convertible into shares of the Company's common stock after 180 days at 50% of the average of the lowest 2 trading prices during the 10 trading days immediately preceding the conversion date. The embedded conversion feature is required to be recorded as a derivative liability adjusted to fair value at each reporting date. The Company recorded an initial derivative liability of $43,200 debt discount of $40,000 and derivative expense of $3,200. The debt discount of $40,000 is being amortized into interest expense over the term of the note. During the three months ended March 31, 2016, the Company issued 21,770 shares of common stock upon conversion of $6,355 of convertible debt principal and $314 of accrued interest. The carrying value of the note as of June 30, 2016, is $0.

On July 2, 2014 the Company issued a convertible promissory note in the principal amount of $50,000. The note bears interest at the rate of 8% per annum and matured July 2, 2015. The note is convertible into shares of the Company's common stock at 50% of the lowest trading price during the 20 trading days immediately preceding the conversion date. The embedded conversion feature is required to be recorded as a derivative liability adjusted to fair value at each reporting date. The Company recorded an initial derivative liability of $54,000, debt discount of $50,000 and derivative expense of $4,000. The debt discount of $50,000 is being amortized into interest expense over the term of the note. During the three months ended March 31, 2015, the Company issued 77,000 shares of common stock upon conversion of $19,000 of convertible debt principal. During the three months ended March 31, 2016, the Company issued 95,580,400 shares of common stock upon conversion of $4,200 of convertible debt principal and $5,749 of interest and repaid $12,438 of the debt. The carrying value of the note as of June 30, 2016, is $17,562.

On December 3, 2014 the Company issued a convertible promissory note in the principal amount of $30,000 plus prepaid legal fees of $1,500. The note bears interest at the rate of 8% per annum and matured December 3, 2015. The note is convertible into shares of the Company's common stock at any time equal to 50% of the average of the lowest 2 trading prices during the 20 trading days immediately preceding the conversion date. The embedded conversion feature is required to be recorded as a derivative liability adjusted to fair value at each reporting date. The Company recorded an initial derivative liability of $32,400 debt discount of $30,000 and derivative expense of $2,400. The debt discount of $30,000 is being amortized into interest expense over the term of the note. The carrying value of the note as of March 31, 2016, is $30,000.

On January 9, 2015 the Company issued a convertible promissory note in the principal amount of $111,111. The note bears interest at the rate of 6% per annum and matures January 9, 2016. The note is convertible into shares of the

Company’s common stock at a conversion price equal to 50% of the average of the 10 closing bid prices during the 10 trading days immediately preceding the conversion date. The embedded conversion feature is required to be recorded as a derivative liability adjusted to fair value at each reporting date. The Company recorded an initial derivative liability of $112,514, debt discount of $111,111 and derivative expense of $1,403. The debt discount of $111,111 is being amortized into interest expense over the term of the note. . During the three months ended March 31, 2015, the Company issued 13,159 shares of common stock upon conversion of $5,264 of convertible debt principal. The carrying value of the note as of March 31, 2016, is $105,847. On April 14, 2016 this note was settled with a new convertible promissory note of $208,975 and 120,413,424 shares of common stock.

On June 29, 2015 the Company issued a convertible promissory note in the principal amount of $29,750. The note bears interest at the rate of 24% per annum and matures March 29, 2016. The note is convertible into shares of the Company’s common stock at a conversion price equal to 55% of the lowest closing bid within 25 trading days preceding the conversion date or 55% of the lowest closing bid price during the 25 trading days immediately preceding the date of the note. The embedded conversion feature is not required to be recorded as a derivative liability since the number of shares that can be converted is limited.

On March 11, 2016 the Company issued a convertible promissory note in the principal amount of $16,667. The note bears interest at the rate of 0% per annum for the first 180 days and matures March 11, 2017. The note is convertible into shares of the Company’s common stock at a conversion price equal to 50% of the lowest closing bid within 25 trading days preceding the conversion date or 50% of the lowest closing bid price during the 25 trading days immediately preceding the date of the note. The embedded conversion feature is not required to be recorded as a derivative liability since the number of shares that can be converted is limited.

On March 11, 2016 the Company issued a convertible promissory note in the principal amount of $19,800. The note bears interest at the rate of 0% per annum for the first 180 days and matures March 11, 2017. The note is convertible into shares of the Company’s common stock at a conversion price equal to 50% of the lowest closing bid within 25 trading days preceding the conversion date or 50% of the lowest closing bid price during the 25 trading days immediately preceding the date of the note. The embedded conversion feature is not required to be recorded as a derivative liability since the number of shares that can be converted is limited.

On April 14, 2016 the Company issued a convertible promissory note in the principal amount of $208,975 in order to settle the debt originally issued on January 9, 2015. The note bears interest at the rate of 6% per annum and matures April 14, 2017. The note is convertible into shares of the Company’s common stock at a conversion price equal to the lower of the average closing bid within 10 trading days preceding the conversion date or the lowest closing bid price immediately preceding the date of the note. The embedded conversion feature is not required to be recorded as a derivative liability since the number of shares that can be converted is limited.

On April 26, 2016 the Company issued a convertible promissory note in the principal amount of $665,000 in exchange for the warrants previously issued in connection with the April 1, 2014 convertible promissory note. The note bears interest at the rate of 8% per annum and matures April 26, 2017. The note is convertible into shares of the Company’s common stock at a conversion price equal 60% of the lowest reported sale price of the Common Stock as reported on the National Quotations Bureau OTCQB exchange which the Company’s shares are traded or any exchange upon which the Common Stock may be traded in the future ("Exchange"), for the 20 prior trading days including the day upon which a Notice of Conversion is received by the Company or its transfer agent. The embedded conversion feature is not required to be recorded as a derivative liability since the number of shares that can be converted is limited.

On May 11, 2016 the Company issued a convertible promissory note in the principal amount of $19,800 in exchange for outstanding warrants. The note bears interest at the rate of 8% per annum and matures May 11, 2017. The note is convertible into shares of the Company’s common stock at a conversion price equal to 50% of the lowest closing bid within 25 trading days preceding the conversion date or 50% of the lowest closing bid price during the 25 trading days immediately preceding the date of the note. The embedded conversion feature is not required to be recorded as a derivative liability since the number of shares that can be converted is limited.

NOTE 4 – <u>STOCKHOLDERS' DEFICIT</u>

Effective April 9, 2015, the Company completed a one share for four thousand share (1 for 4000) reverse stock split of its common stock. All per share figures in this filing have been adjusted to reflect the effects of the reverse split.

On January 8, 2015 the Company issued 3,750 shares of common stock for the conversion of $1,800 of convertible debt.

On January 9, 2015 the Company issued 3,750 shares of common stock for the conversion of $1,800 of convertible debt.

On January 13, 2015 the Company issued 4,500 shares of common stock for the conversion of $1,800 of convertible debt.

On January 13, 2015 the Company issued 4,582 shares of common stock for the conversion of $2,200 of convertible debt.

On January 14, 2015 the Company issued 4,500 shares of common stock for the conversion of $1,800 of convertible debt.

On January 16, 2015 the Company issued 13,159 shares of common stock for the conversion of $7,895 of convertible debt.

On January 16, 2015 the Company issued 5,616 shares of common stock for the conversion of $3,300 of convertible debt and $70 of accrued interest.

On January 20, 2015 the Company issued 9,625 shares of common stock for the conversion of $4,620 of convertible debt.

On January 21, 2015 the Company issued 4,500 shares of common stock for the conversion of $1,800 of convertible debt.

On January 22, 2015 the Company issued 10,250 shares of common stock for the conversion of $4,920 of convertible debt.

On January 23, 2015 the Company issued 5,375 shares of common stock for the conversion of $2,580 of convertible debt.

On January 26, 2015 the Company issued 4,284 shares of common stock for the conversion of $2,000 of convertible debt and $142 of accrued interest.

On January 26, 2015 the Company issued 4,500 shares of common stock for the conversion of $1,800 of convertible debt.

On January 27, 2015 the Company issued 19,500 shares of common stock for the conversion of $6,240 of convertible debt.

On January 30, 2015 the Company issued 8,580 shares of common stock for the conversion of $1,600 of convertible debt and $116 of accrued interest.

On February 3, 2015 the Company issued 8,750 shares of common stock for the conversion of $2,800 of convertible debt.

On February 4, 2015 the Company issued 9,162 shares of common stock for the conversion of $1,700 of convertible debt and $132 of accrued interest.

On February 5, 2015 the Company issued 9,000 shares of common stock for the conversion of $1,800 of convertible debt.

On February 9, 2015 the Company issued 9,500 shares of common stock for the conversion of $3,040 of convertible debt.

On February 10, 2015 the Company issued 10,000 shares of common stock for the conversion of $2,000 of convertible debt.

On February 11, 2015 the Company issued 10,000 shares of common stock for the conversion of $1,600 of convertible debt.

On February 12, 2015 the Company issued 11,250 shares of common stock for the conversion of $1,800 of convertible debt.

On February 20, 2015 the Company issued 10,000 shares of common stock for the conversion of $2,000 of convertible debt.

On February 23, 2015 the Company issued 12,500 shares of common stock for the conversion of $2,000 of convertible debt.

On February 24, 2015 the Company issued 12,608 shares of common stock for the conversion of $2,400 of convertible debt and $122 of accrued interest.

On February 26, 2015 the Company issued 15,000 shares of common stock for the conversion of $3,000 of convertible debt.

On March 4, 2015 the Company issued 15,000 shares of common stock for the conversion of $3,000 of convertible debt.

On March 4, 2015 the Company issued 14,750 shares of common stock for the conversion of $2,360 of convertible debt.

The Company has issued warrants to purchase 2,771 shares of common stock of which 2,078 are exercisable as of March 31, 2015. The warrants have an exercise price of $240 per share and expire on April 1, 2017. On April 26, 2016 the Company issued a convertible promissory note in exchange for the warrants. See Convertible Notes Payable footnote for details.

Further, the Company's Board of Directors approved the issuance of 1,000,000 shares of the Series A Preferred Stock to Ms. Lisa Nelson, the Company's President. Each Series A Preferred Share has voting rights of 10,000 votes per share. The Series A Preferred Stock are not convertible into the shares of the Company's Common Stock and are not entitled to be paid any dividends. No sinking fund is required to be established for the retirement or repurchase of the shares of the Series A Preferred Stock and the Company has the right, with the approval of the holder, to repurchase all or any portion of the Series A Preferred Stock at a redemption price of $0.00001 per share. Further, the holders of the Series A Preferred Stock does not hold any registration rights.

All of the Series A Preferred Shares were offered and sold to Ms. Nelson as restricted securities pursuant to the exemption provided by Section 4(a)(2) of the Securities Act of 1933, as amended and Ms. Nelson agreed that she was acquiring the Series A Preferred Shares for investment purposes only and not with a view to a distribution.

The Company did not use or employ any FINRA-registered broker-dealer or any other intermediary in connection with the offering and issuance of the Series A Preferred Shares to Ms. Nelson and the Company did not receive any proceeds from their issuance. The Series A Preferred Shares were issued solely as compensation for services rendered to the Company by Ms. Nelson.

During the three months ended March 31, 2016, the Company issued 122,247,066 shares of common stock for the conversion of $6,779 of convertible debt and accrued interest.

During the three months ended June 30, 2016, the Company issued 120,413,424 shares of common stock to settle debt and cancelled 1,573,000,064 shares of common stock.

NOTE 5 – LEASE

On May 16, 2013 the Company signed a lease for 950 square feet of space with the lease commencing on July 1, 2013 and expiring on August 1, 2015. Under the terms of the lease the the Company is obligated to pay monthly rental of $950 plus CAM and taxes from January 1, 2014 through June 30, 2014 and $950 in monthly rental plus CAM and taxes through the term of the lease ending July 31, 2015.

NOTE 6 – INCOME TAXES

The Company has incurred aggregate net operating losses in excess of $12,000,000 including over $8,000,000 of stock compensation. The net operating loss carries forward for United States income taxes, which may be available to reduce future years' taxable income. These carryforwards will expire, if not utilized, starting in 2030. Management believes that the realization of the benefits from these losses appears note more than likely due to the Company's limited operating history and continuing losses for United States income tax purposes. Accordingly, the Company has provided a 100% valuation allowance on the deferred tax asset to reduce the asset to zero. Management will review this valuation allowance periodically and make adjustments as necessary.

NOTE 7 – SUBSEQUENT EVENTS

In the following quarterly period the Company executed a Share Purchase Agreement (the "SPA") to acquire all of the membership interest of First Class Hawaiian Coaches, LLC., dba Platinum Tours Maui ("FCHC"). The acquisition price of Two (2) Million Dollars is secured via a One (1) Million Dollar Convertible Promissory Note, made by the Company, and a Warrant with an exercise price of One (1) Million Dollars; both of these instruments have been secured by a UCC lien filed with the State of Nevada and are held by the former managing member of FCHC's. Subsequently, the managing member of FCHC's tendered their resignation and ML Capital Group, via the Company's current Management, were installed as a managing member of FCHC's. The Company will be consolidating both ML Capital Group and FCHC's financial for presentation of the financial statements for the nine months ending September 30, 2016.

6) Describe the Issuer’s Business, Products and Services

A. ML Capital Group, Inc.'s primary business consists of providing consulting services to both public and private companies, concentrating
B. primarily on early stage companies, small businesses and emerging growth companies.
C. Date and State (or Jurisdiction) of Incorporation:
September 22, 2009 in the State of Nevada
D. The Issuers primary and secondary SIC Codes:
6199 – Financial Services
E. The Issuer’s Fiscal year end date:
December 31, 2016
F. Principal products or services, and their markets:
ML Capital Group, Inc.'s primary business consists of providing consulting services to both public and private companies, concentrating
G. primarily on early stage companies, small businesses and emerging growth companies.

7) Describe the Issuer’s Facilities

On May 16, 2013 the Company signed a lease for 950 square feet of space with the lease commencing on July 1, 2013 and expiring on August 1, 2015. Under the terms of the lease the Company paid monthly lease rental of $900 per month plus estimated CAM and taxes from July 1, 2013 through December 31, 2013. The Company is further obligated to pay monthly rental of $950 plus CAM and taxes through the term of the lease ending July 31, 2015.

8) Officers, Directors and Control Persons

A. Names of Officers, Directors and Control Persons
Kevin Bobryk, Chief Executive Officer (Principal Executive Officer) and Chairman of the Board of Directors

B. Legal / Disciplinary History

1. A conviction in a criminal proceeding (excluding traffic violations and other minor offenses); None
2. The entry of an order, judgement, or decree, not subsequently reversed, suspended or vacated, be a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities or banking activities; None
3. A finding or judgement be a court of competent jurisdiction (in civil action), the Securities Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgement has not been reversed, suspended, or vacated; None
4. The entry of an order be a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities; None

C. Beneficial Shareholders

Kevin Bobryk 1801 Coral ay, Suite 312, Miami, Florida 33145	99%

9) Third Party Providers

Legal Counsel
MacDonald Tuskey Corp.
#409, 221 W. Esplanade
North Vancouver, BC V7M 3J3
Canada
Phone: 604-973-0580
Email: wmacdonald@wlmlaw.ca

Accountant or Auditor
Cox CPA Services, Inc.
974 Campbell Road #106
Houston, TX 77024
Phone: 713-647-0007
Email: teresa@coxcpaservices.com

10) Issuer Certification

I, Kevin Bobryk certify that:

1. I have reviewed this Quarterly Disclosure Statement of ML Capital Group Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

_____09/15/16__________

Date

Kevin Bobryk, President, Chief Executive Officer and Secretary