

Elysian Capital Markets Group LLC

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Form ADV, Part 2A Brochure

June 10, 2016

This brochure provides information about the qualifications and business practices of Elysian Capital Markets Group LLC. If you have any questions about the contents of this brochure, please contact us at 949-713-1630 or jharline@elysiancmg.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Elysian Capital Markets Group LLC is a Registered Investment Adviser. Any reference to or use of the terms “registered investment adviser” or “registered,” does not imply that Elysian Capital Markets Group LLC or any person associated with Elysian Capital Markets Group LLC has achieved a certain level of skill or training.

Additional information about Elysian Capital Markets Group LLC is available on the SEC’s website at www.adviserinfo.sec.gov.

ITEM 2 - MATERIAL CHANGES

Revised June 10, 2016

The purpose of this page is to inform you of material changes to our brochure. If you are receiving this brochure for the first time, this section may not be relevant to you.

This brochure is Elysian Capital Markets Group LLC's first brochure and therefore we have not made any material changes. Previously, we were not required to maintain and deliver a brochure based on the types of clients we served. We review and update this brochure at least annually to confirm that it remains current. In the future, this item will discuss only specific material changes that we made to the brochure and provide you with a summary of such changes. Future summaries will also reference the date of the last annual update of this brochure.

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ITEM 4 - ADVISORY BUSINESS

Description of Advisory Firm

Elysian Capital Markets Group LLC (“Elysian Capital,” “we,” “our,” or “us”) is a privately owned Nevada limited liability company headquartered in Rancho Santa Margarita, California. Elysian Capital is registering as an investment adviser with California.

The principal owners of Elysian Capital are John Michael Harline, Angelo Nicholas Georggin, and Paula Marie Rezza. In December 2014, Elysian Capital started operating as an investment adviser to a registered investment company and was registered with the U.S. Securities and Exchange Commission. No longer serving as an adviser to a registered investment company, Elysian Capital is registering as an investment adviser with California.

Advisory Services Offered

Elysian Capital partners with other registered investment advisers (“asset managers”) to help them market and distribute Separately Managed Account (SMA), Mutual Fund, or Exchange Traded Funds (ETF) products. Elysian Capital itself does not manage any assets.

Elysian Capital Markets Group is a comprehensive financial services distribution company focused on providing sales distribution services for our partners. Our distribution services are accomplished by a hand-selected team of industry professionals with over a century of combined experience in all aspects of the financial services industry. We seek to partner with emerging asset managers rich in history and track records, but who currently lack retail investor exposure.

We describe the fees charged for advisory services below under *Item 5 - Fees and Compensation*.

Wrap Fee Programs

Elysian Capital does not manage accounts as part of a wrap or bundled fee program.

Assets Under Management

Elysian Capital does not manage assets; therefore, Elysian Capital has no assets under management.

ITEM 5 - FEES AND COMPENSATION

Elysian Capital receives compensation for its services to asset managers in one or more of the three ways outlined below. The contract with each asset manager specifies the terms of compensation.

1. Distribution services are performed by associated persons in their capacities as registered representatives of an unaffiliated registered broker-dealer (see *Item 10 – Other Financial Industry Activities and Affiliations*) and compensation for those services is paid through the broker-dealer.

2. Elysian Capital receives fees based on the assets raised by Elysian Capital for asset managers. The fee is calculated as basis points of the assets that Elysian Capital raises for the asset manager or as a percentage of the assets under management fee received by the asset manager from referred clients or invested assets as a result of Elysian Capital's marketing efforts. Fees are paid quarterly or monthly per the terms of the agreement with the asset manager.
3. Elysian Capital is paid a retainer or receives reimbursements from asset managers for the expenses incurred in marketing the products and services of those asset managers. Expense reimbursements are subject to a budget and payment terms which are outlined in a written agreement between Elysian Capital and the asset manager.

Fees are negotiable. Lower fees for comparable services may be available from other sources.

Termination

Termination and financial terms are outlined in each agreement between Elysian Capital and the asset manager. Elysian Capital does not earn advisory fees at this time.

Other Compensation

Individuals associated with Elysian Capital, in their capacities as registered representatives of an unaffiliated broker-dealer, earn compensation for the sale of securities. As the services performed by associated persons are for the asset managers who are clients of Elysian Capital, this activity does not present a conflict of interest. See ***Item 10 – Other Financial Industry Activities and Affiliations***.

ITEM 6 - PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Elysian Capital does not charge performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

ITEM 7 - TYPES OF CLIENTS

Elysian Capital provides services to other registered investment advisers.

Elysian Capital does not manage assets, as such, we do not have a minimum account size requirement.

ITEM 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Elysian Capital seeks to find emerging asset managers with rich histories and track records with aspirations to build Mutual fund or ETF vehicles from their SMA or Hedge Fund experience. Elysian Capital does not recommend investment strategies or specific securities to clients.

Asset Managers

Elysian Capital markets the products and services of asset managers. These asset managers must maintain proper and current licensing/registration, as applicable to each adviser.

The registered broker-dealer firm that persons associated with Elysian Capital are affiliated or associated with must approve of the securities that we market or recommend.

Investing Involves Risk

Investing in securities involves risk of loss, and clients should be prepared to bear that risk.

ITEM 9 - DISCIPLINARY INFORMATION

Elysian Capital and our personnel seek to maintain the highest level of business professionalism, integrity, and ethics. Elysian Capital does not have any disciplinary information to disclose.

ITEM 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Affiliated Entities

Elysian Capital has the following related entities that all have the same principal owners as Elysian Capital: Elysian Capital Holdings, LLC ("ECH"), Elysian Capital Asset Management, LLC ("ECAM"), , and Elysian Capital Consulting Services, LLC ("ECCS").

Elysian Capital also has the following related entities that are 50% owned by ECH: Pinnacle Dispute Resolution Services, LLC ("PDRS"), Legacy Now Lending, LLC ("LNL").

ECH is a Delaware limited liability company. It is primarily a holding company with ownership in PDRS and LNL. ECH has also acquired an equity interest in Partnervest Financial Group LLC located in Santa Barbara, California.

ECAM is currently not engaged in doing any business.

ECCS provides financial services wholesale distribution development and coaching for asset managers; sales team coaching services for existing wholesale distribution teams; executive search services for asset managers, broker dealers, RIA's and wholesale distribution teams and outsourced CEO, CFO, CTO, and COO Services for growing asset managers and RIA's.

PDRS provides customized solutions for the resolution of conflicts. It is comprised of trial attorneys and other industry professionals who bring expertise to the dispute resolution process. Through a cooperative approach, PDRS focuses on the open exchange of information so as to achieve early resolution of complex legal disputes and consolidated matters. PDRS seeks a successful resolution in a constructive and efficient manner.

LNL offers residential mortgages, hard money lending, bridge financing, and non-owner occupied investment properties financing.

Registered Representative of Unaffiliated Broker-Dealer

Associated Persons of Elysian Capital are also registered securities representatives and investment advisory representatives of Newport Coast Securities, Inc., a non-affiliated registered broker-dealer and a member of the Financial Industry Regulation Authority ("FINRA"). Each Associated Person spends the majority of their time in providing services to clients of the broker-dealer. These Associated Persons receive compensation for the sale and distribution of the securities of asset managers. As the services performed by Associated Persons are for the asset managers who are clients of Elysian Capital, this activity does not present a conflict of interest.

ITEM 11 - CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code of Ethics

Elysian Capital takes the issue of regulatory compliance seriously and is committed to maintaining compliance with state and applicable federal securities laws. Additionally, Elysian Capital has a position of public trust and it is our goal to maintain that trust and provide excellent service, good investment performance, and advice that is suitable. Elysian Capital places great value on ethical conduct. Therefore, the ultimate goal of our internal policies is to challenge our staff to live up not only to the letter of the law, but also to the ideals set forth by Elysian Capital.

Elysian Capital believes that we owe clients the highest level of trust and fair dealing. As a registered investment adviser, Elysian Capital is a fiduciary to clients. As a fiduciary, our duties to clients include:

1. Providing advice that is suitable;
2. Providing full disclosure of material facts and potential conflicts of interest (so that clients have complete and honest disclosure in order to make an informed decision about our services and investment recommendations);
3. Conducting ourselves with the utmost and exclusive loyalty and good faith;
4. Taking reasonable care to avoid misleading clients; and
5. Acting in the best interests of clients.

Personal Trading

Elysian Capital and our personnel seek to maintain the highest level of business professionalism, integrity, and ethics. Elysian Capital does not manage investment accounts for clients or recommend specific securities to clients. Therefore, the personal investment activity of Elysian Capital and our personnel does not pose conflicts of interest with our clients.

Elysian Capital maintains required personal securities transaction records.

ITEM 12 - BROKERAGE PRACTICES

Elysian Capital does not effect transactions for clients and does not determine or recommend broker-dealers to clients.

ITEM 13 - REVIEW OF ACCOUNTS

Elysian Capital does not manage assets, as such, we do not review accounts.

ITEM 14 - CLIENT REFERRALS AND OTHER COMPENSATION

Elysian Capital does not receive economic benefits from any person who is not a client for providing investment advice. Elysian Capital does not compensate any person directly or indirectly who is not a supervised person for client referrals.

ITEM 15 - CUSTODY

Elysian Capital does not take custody of client funds or securities in any way.

ITEM 16 - INVESTMENT DISCRETION

Elysian Capital does not manage assets, as such, we do not have investment discretion.

ITEM 17 - VOTING CLIENT SECURITIES

Elysian Capital does manage assets, as such, we do not accept or have the authority to vote client securities.

ITEM 18 - FINANCIAL INFORMATION

Registered investment advisers are required in this item to provide clients with certain financial information or disclosures about the firm's financial condition. Elysian Capital does not require the prepayment of more than \$500 in fees per client, six months or more in advance, does not have or foresee any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients, and has not been the subject of a bankruptcy proceeding.

ITEM 19 - REQUIREMENTS FOR STATE-REGISTERED ADVISERS

We have disclosed material conflicts of interest required under Section 260.238(k) of the California Corporate Securities Law of 1968 regarding Elysian Capital, our representatives or our employees, which we expect could reasonably impair the rendering of unbiased and objective advice.

Principal Executive Officers and Management Persons

We list the principal executive officers and management persons of Elysian Capital under **Item 4 - Advisory Business**, above. A description of their education and business background is included in the brochure supplement, Form ADV Part 2B, which we provide to clients initially. Clients can also get a copy of the brochure supplement for Elysian Capital's officers at any time by contacting us at the address or phone number on the cover page of this brochure.

Other Business Activities

Elysian Capital and our personnel may engage in other business activities besides providing investment advice. We discuss these activities under **Item 10 - Other Financial Industry Activities and Affiliations**, above.

Performance-Based Fees

Elysian Capital does not charge performance-based fees or other fees based on a share of capital gains or on capital appreciation of the assets of a client.

Legal and Disciplinary Issues

Elysian Capital and our personnel seek to maintain the highest level of business professionalism, integrity, and ethics. Neither Elysian Capital nor our management persons have any legal or disciplinary events to disclose.

Arrangements with Securities Issuers

Elysian Capital and our personnel have no relationships or arrangements with issuers of securities other than those disclosed above under **Item 10 - Other Financial Industry Activities and Affiliations**.

Form ADV, Part 2B Brochure Supplement

**John Michael Harline
Paula Marie Rezza**

Elysian Capital Markets Group LLC

30212 Tomas, Suite 365
Rancho Santa Margarita, California 92688
949-713-1630

June 10, 2016

This brochure supplement provides information about John Harline and Paula Rezza that supplements the Elysian Capital Markets Group LLC brochure. You should have already received a copy of that brochure. Please contact A. Nicholas Georggin if you did not receive our brochure or if you have any questions about the contents of this supplement.

Additional information about John Harline and Paula Rezza is available on the SEC's website at www.adviserinfo.sec.gov.

John Michael Harline

ITEM 2 - EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

John Michael Harline, Managing Member, b. 1967

Education:

- University California, Irvine, California - Bachelor's Degree Economics (1991)
- Pepperdine University, Malibu, California - Masters in Business Administration (2000)

Business Background:

- Elysian Capital Markets Group LLC – Managing Member, 09/2014 to Present
- Newport Coast Securities – Registered Representative, 03/2016 to Present
- Capital Investment Group, Inc. - Registered Representative, 05/2105 to 11/2015
- Vertical Capital Securities, LLC - Executive Vice President, National Sales Manager, 02/2013 to 07/2014
- Unemployed, 11/2012 to 01/2013
- Transamerica Capital Inc. - Executive Vice President, Managing Director of Investments, 01/2008 to 10/2012

ITEM 3 - DISCIPLINARY INFORMATION

John Harline has no disciplinary history to disclose.

ITEM 4 - OTHER BUSINESS ACTIVITIES

John Harline is also registered as a securities representatives and investment advisory representatives of Newport Coast Securities, Inc., a non-affiliated registered broker-dealer and a member of the Financial Industry Regulation Authority (“FINRA”). He spends the majority of his time in providing services to clients of the broker-dealer. He receives compensation for the sale and distribution of the securities of asset managers. As the services he performs are for the asset managers who are clients of Elysian Capital, this activity does not present a conflict of interest.

John Harline is also a principal owner of: Elysian Capital Holdings, LLC (“ECH”), Elysian Capital Asset Management, LLC (“ECAM”), and Elysian Capital Consulting Services, LLC (“ECCS”). ECH is a Delaware limited liability company. It is primarily a holding company with ownership in PDRS and LNL. ECH has also acquired an equity interest in Partnervest Financial Group LLC located in Santa Barbara, California. ECAM is currently not engaged in doing any business. Elysian Capital believes the businesses are either unrelated or complimentary to the business of Elysian Capital and do not present material conflicts of interest. For more information on the related entities, see **Form ADV, Part 2A Item 10**.

ITEM 5 - ADDITIONAL COMPENSATION

Any additional compensation that John Harline may receive is outlined above in ***Item 4 – Other Business Activities***.

ITEM 6 - SUPERVISION

John Harline is a Managing Member of Elysian Capital and is not supervised by any other individual.

ITEM 7 - REQUIREMENTS FOR STATE-REGISTERED ADVISERS

John Harline has not been found liable in any arbitration claim, or civil, self-regulatory organization, or administrative proceeding nor has he been the subject of a bankruptcy petition.

Paula Marie Rezza

ITEM 2 - EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Paula Marie Rezza, Managing Member, b. 1967

Education:

Radford University – no degree acquired, attended 9/85 - 12/86

Business Background:

- Elysian Capital Markets Group LLC – Managing Member, 01/2015 to Present
- Newport Coast Securities – Registered Representative, 03/2016 to Present
- Capital Investment Group, Inc. – Registered Representative, 05/2105 to 11/2015
- MBSC Securities Corporation – Regional Director, 05/2008 to 11/2014
- CDC IXIS – Managing Regional Director, 02/2004 to 05/2008

ITEM 3 - DISCIPLINARY INFORMATION

Paula Rezza has no disciplinary history to disclose.

ITEM 4 - OTHER BUSINESS ACTIVITIES

Paula Rezza is also registered as a securities representatives and investment advisory representatives of Newport Coast Securities, Inc., a non-affiliated registered broker-dealer and a member of the Financial Industry Regulation Authority ("FINRA"). She spends the majority of her time in providing services to clients of the broker-dealer. She receives compensation for the sale and distribution of the securities of asset managers. As the services she performs are for the asset managers who are clients of Elysian Capital, this activity does not present a conflict of interest.

Paula Rezza is also a principal owner of: Elysian Capital Holdings, LLC ("ECH"), Elysian Capital Asset Management, LLC ("ECAM"), and Elysian Capital Consulting Services, LLC ("ECCS"). ECH is a Delaware limited liability company. It is primarily a holding company with ownership in PDRS and LNL. ECH has also acquired an equity interest in Partnervest Financial Group LLC located in Santa Barbara, California. ECAM is currently not engaged in doing any business. Elysian Capital believes the businesses are either unrelated or complimentary to the business of Elysian Capital and do not present material conflicts of interest. For more information on the related entities, see **Form ADV, Part 2A Item 10**.

ITEM 5 - ADDITIONAL COMPENSATION

Any additional compensation that Paula Rezza may receive is outlined above in **Item 4 – Other Business Activities**.

ITEM 6 - SUPERVISION

Paula Rezza is a Managing Member of Elysian Capital and is not supervised by any other individual.

ITEM 7 - REQUIREMENTS FOR STATE-REGISTERED ADVISERS

Paula Rezza has not been found liable in any arbitration claim, or civil, self-regulatory organization, or administrative proceeding nor has he been the subject of a bankruptcy petition.