

Propell Technologies Group, Inc.  
 Form 4  
 July 07, 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 \*  
 Ervington Investments Ltd

2. Issuer Name and Ticker or Trading Symbol  
 Propell Technologies Group, Inc.  
 [PROP]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 CHRYSANTHOU MYLONA 3,  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 07/06/2015

\_\_\_\_ Director  10% Owner  
 \_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

LIMASSOL, G4 3030  
 (City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |
| Common Stock                    | 07/06/2015                           |  | P                              |   | 56,677,477  | A  | <u>(1)</u><br><u>(2)</u><br>64,302,467     |
|                                 |                                      |  |                                |   |   | I  | See footnote <u>(1)</u>                    |

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

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SEC 1474 (9-02)

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



## 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).

The securities included in this report are directly owned by Ervington Investments Ltd ("Ervington"), which is wholly owned by Greenleas International Holdings Ltd ("Greenleas"), which is wholly owned by Harmony Trust Settlement ("Harmony Trust"). Each of Ervington, Greenleas and Harmony Trust, through the ownership described herein, may be deemed to beneficially own the shares held by

(1) Ervington. Each of Greenleas and Harmony Trust disclaims beneficial ownership of the reported securities except to the extent of the pecuniary interest, if any, therein and this report shall not be deemed an admission that either Greenleas or Harmony Trust is the beneficial owner of these securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

(2) The shares of common stock (the "Common Stock") of Propell Technologies Group, Inc., the shares of Series C Preferred Stock and shares of Series A-1 Preferred Stock reported in this report were acquired in a private placement transaction for aggregate proceeds of \$9,750,000.

(3) The Series C Preferred Stock has no expiration date and each share of Series C Preferred Stock is convertible at any time at the option of the holder into approximately 26.67 shares of Common Stock. As a result, the 4,500,000 shares of Series C Preferred Stock reported herein are convertible into an aggregate of 120,000,000 shares of Common Stock.

(4) The Series A-1 Preferred Stock has no expiration date and each share of Series A-1 Preferred Stock is convertible at any time at the option of the holder into ten (10) shares of Common Stock. As a result, the 3,137,500 shares of Series A-1 Preferred Stock reported herein are convertible into an aggregate of 31,375,000 shares of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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