

Propell Technologies Group, Inc.
Form 3
July 28, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol |
| Â Damianou Maria | (Month/Day/Year) | Propell Technologies Group, Inc. [PROP] |
| (Last) (First) (Middle) | 07/23/2015 | |
| | | 4. Relationship of Reporting Person(s) to Issuer |
| | | 5. If Amendment, Date Original Filed(Month/Day/Year) |

C/O PROPELL
TECHNOLOGIES GROUP,
INC.,Â 1701 COMMERCE
STREET, 2ND FLOOR
(Street)

(Check all applicable)

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

HOUSTON,Â TXÂ 77002

(City) (State) (Zip)

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 Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 64,302,467 | I | See footnote <u>(1)</u> <u>(2)</u> |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) | (Instr. 5) |
|----------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|---|----------------------|
| Series C Preferred Stock | Â (3) | Â (3) | Common Stock | 120,000,000 (3) | \$ (3) | I | See footnote (1) (2) |
| Series A-1 Preferred Stock | Â (4) | Â (4) | Common Stock | 31,375,000 (4) | \$ (4) | I | See footnote (1) (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Damianou Maria C/O PROPELL TECHNOLOGIES GROUP, INC. 1701 COMMERCE STREET, 2ND FLOOR HOUSTON, TX 77002 | Â X | Â X | Â | Â |

Signatures

/s/ Maria Damianou 07/28/2015

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

Ervington Investments Limited ("Ervington") directly owns 64,302,467 shares of common stock (the "Common Stock") of Propell Technologies Group, Inc. (the "Company"), 4,500,000 shares of the Company's Series C Preferred Stock and 3,137,500 shares of the Company's Series A-1 Preferred Stock. Ervington is wholly owned by Greenleas International Holdings Ltd ("Greenleas"), which is (1) 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 Ervington. The reporting person is one of two directors of Ervington and one of two representatives of Ervington appointed to the Company's board of directors and, therefore, may be deemed to beneficially own the Company's securities held by Ervington.

(2) The reporting person 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 the reporting person 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.

(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 26.67 shares of Common Stock. As a result, the 4,500,000 shares of Series C Preferred Stock 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 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. 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.