

Pacific Green Technologies Inc.
Form 8-K
February 24, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) **November 17, 2015**

PACIFIC GREEN TECHNOLOGIES INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	000-54756 (Commission File Number)	n/a (IRS Employer Identification No.)
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5205 Prospect Road, Suite 135-226, San Jose, CA (Address of principal executive offices)	95129 (Zip Code)
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Registrant's telephone number, including area code **(408) 538-3373**

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement

On November 17, 2015, our company entered into an agreement with PowerChina SPEM Company Limited in regards to the manufacturing of products of the Company (the “**Transaction**”). The introduction to PowerChina and the Transaction was made possible with the assistance of Pacific Green Group Limited. Therefore, our company agreed to compensate Pacific Green Group Limited for the assistance in the Transaction with the issuance of 934,963 warrants exercisable in common shares of the Company at a price of \$0.001 per share.

Item 9.01 Financial Statements and Exhibits.

10.1 Form of Finder’s Fee Agreement between Pacific Green Technologies Inc. and Pacific Green Group Limited

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PACIFIC GREEN TECHNOLOGIES INC.

/s/ Neil Carmichael
Neil Carmichael
President and Director

Date: February 24, 2016

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63,472 969,024 X 004 438696 34713 495615 27,564 420,827 X X 004 403537 2183 15107 ----- 91,129
1,391,266 WHEATON RIV MINERALS LTD COMMON STOCK 962902102 4 1,300 X X 004 1300 0 0 -----
----- 4 1,300 WHEELING PITTSBURGH CORP COMMON STOCK 963142302 1,372 62,480 X 004 2350
9750 50380 3 140 X X 004 140 0 0 ----- 1,375 62,620 WHIRLPOOL CORP COMMON STOCK
963320106 7 100 X X 001 100 0 0 5,775 83,859 X 004 65589 1702 16568 6,758 98,134 X X 004 98074 0 60
----- 12,540 182,093 WHITE ELECTRONIC DESIGNS CORP COMMON STOCK 963801105 32
4,120 X 004 134 0 3986 ----- 32 4,120 WHITEHALL JEWELLERS INC COMMON STOCK
965063100 19 2,104 X 004 73 0 2031 ----- 19 2,104 WHITING PETROLEUM CORP COMMON
STOCK 966387102 2 100 X X 004 100 0 0 ----- 2 100 WHITNEY HLDG CORP COMMON STOCK
966612103 25 600 X 004 600 0 0 ----- 25 600 WHOLE FOODS MKT INC COMMON STOCK
966837106 1,537 20,500 X 004 1276 0 19224 322 4,295 X X 004 4295 0 0 ----- 1,859 24,795 WILD
OATS MKTS INC COMMON STOCK 96808B107 58 4,942 X 004 156 0 4786 7 600 X X 004 300 0 300 -----
----- 65 5,542 WILEY JOHN & SONS INC COMMON STOCK 968223206 81 2,684 X 004 2600 0 84 85 2,825
X X 004 1225 0 1600 ----- 166 5,509 WILLIAMS COAL SEAM GAS RTY TR COMMON STOCK
969450105 28 1,996 X X 004 1696 0 300 ----- 28 1,996 WILLIAMS COS INC COMMON STOCK
969457100 4,881 510,761 X 004 13347 14930 482484 266 27,807 X X 004 22859 0 4948 ----- 5,147
538,568 WILLIAMS CLAYTON ENERGY INC COMMON STOCK 969490101 26 738 X 004 25 0 713 -----
----- 26 738 WILLIAMS SONOMA INC COMMON STOCK 969904101 1,369 40,015 X 004 2674 0 37341 21
600 X X 004 600 0 0 ----- 1,390 40,615 WILLOW GROVE BANCORP INC COMMON STOCK
97111W101 37 2,028 X 004 64 0 1964 ----- 37 2,028 WILMINGTON TR CORP COMMON STOCK

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971807102 1,331 35,627 X 004 15678 0 19949 90 2,400 X X 004 2400 0 0 ----- 1,421 38,027
WILSHIRE ENTERPRISES INC COMMON STOCK 971889100 0 2 X 004 2 0 0 ----- 0 2 WILSON
GREATBATCH TECHNOLOGIES COMMON STOCK 972232102 10,329 284,702 X 004 3273 570 280859
----- 10,329 284,702 WILSONS LEATHER EXPERTS INC COMMON STOCK 972463103 10 3,510
X 004 105 0 3405 312 109,860 X X 004 109860 0 0 ----- 322 113,370 WIND RIV SYS INC
COMMON STOCK 973149107 469 42,360 X 004 1995 0 40365 ----- 469 42,360 WINDROSE
MEDICAL PROPERTIES COMMON STOCK 973491103 3,696 297,130 X 004 0 3850 293280 41 3,270 X X 004 0
0 3270 ----- 3,737 300,400 WINN DIXIE STORES INC COMMON STOCK 974280109 301 39,660 X
004 1602 3782 34276 31 4,120 X X 004 0 0 4120 ----- 332 43,780 WINNEBAGO INDS INC
COMMON STOCK 974637100 144 4,634 X 004 156 0 4478 ----- 144 4,634 Winston Hotels Inc
COMMON STOCK 97563A102 70 6,660 X 004 146 2550 3964 ----- 70 6,660 WINTON FINL CORP
COMMON STOCK 976446104 6 420 X 004 420 0 0 3,371 234,738 X X 004 234738 0 0 ----- 3,377
235,158 WINTRUST FINL CORP COMMON STOCK 97650W108 183 3,766 X 004 118 0 3648 -----
183 3,766 WIRELESS FACILITIES INC COMMON STOCK 97653A103 1,170 106,227 X 004 3264 0 102963
----- 1,170 106,227 WISCONSIN ENERGY CORPORATION COMMON STOCK 976657106 182
5,654 X 001 5654 0 0 19 597 X X 001 597 0 0 9,421 293,037 X 004 91853 300 200884 4,973 154,693 X X 004
150636 0 4057 ----- 14,595 453,981 WISER OIL CO DEL COMMON STOCK 977284108 16 2,000 X
X 004 2000 0 0 ----- 16 2,000 WOLVERINE WORLD WIDE INC COMMON STOCK 978097103
192 7,965 X 004 247 0 7718 ----- 192 7,965 WOODHEAD INDS INC COMMON STOCK 979438108
28 1,869 X 004 66 0 1803 ----- 28 1,869 WOODWARD GOVERNOR CO COMMON STOCK
980745103 3 48 X 001 48 0 0 115 1,801 X 004 60 0 1741 ----- 118 1,849 WORLD ACCEP CORP
COMMON STOCK 981419104 58 2,945 X 004 101 0 2844 ----- 58 2,945 WORLD FUEL SVCS
CORP COMMON STOCK 981475106 62 1,693 X 004 49 0 1644 ----- 62 1,693 WORLDGATE
COMMUNICATIONS INC COMMON STOCK 98156L307 10 7,000 X X 004 0 0 7000 ----- 10 7,000
WORLD WRESTLING ENTERTAINMENT COMMON STOCK 98156Q108 32 2,240 X 004 82 0 2158 -----
----- 32 2,240 WORLD QUEST NETWORKS INC COMMON STOCK 98156W105 2 410 X X 004 410 0 0
----- 2 410 WORLDWIDE RESTAURANT CONCEPTS COMMON STOCK 98160A107 6 2,000 X X
004 2000 0 0 ----- 6 2,000 WORTHINGTON INDUSTRIES INC COMMON STOCK 981811102 593
30,932 X 004 8355 1674 20903 103 5,350 X X 004 3100 0 2250 ----- 696 36,282 WRIGHT
MEDICAL GROUP COMMON STOCK 98235T107 97 3,145 X 004 103 0 3042 ----- 97 3,145
WRIGLEY WM JR CO COMMON STOCK 982526105 7,124 120,500 X 004 59057 6388 55055 10,300 174,216 X
X 004 76272 96024 1920 ----- 17,424 294,716 WYETH COMMON STOCK 983024100 4 100 X 001
100 0 0 108,461 2,888,454 X 004 2062640 41894 783920 76,160 2,028,237 X X 004 1940557 4466 83214 -----
----- 184,625 4,916,791 WYETH PFD CONV \$2 PREFERRED ST 983024209 16 20 X 004 N.A. N.A. N.A.
----- 16 20 WYNN RESORTS LTD COMMON STOCK 983134107 4,209 120,255 X 004 7885 3900
108470 7 200 X X 004 0 0 200 ----- 4,216 120,455 XM SATELLITE RADIO HLDGS INC C
COMMON STOCK 983759101 3 100 X 001 100 0 0 201 7,213 X 004 7060 0 153 8 300 X X 004 300 0 0 -----
----- 212 7,613 X-RITE INC COMMON STOCK 983857103 61 4,047 X 004 123 0 3924 19 1,300 X X 004 1300
0 0 ----- 80 5,347 X T O ENERGY INC COMMON STOCK 98385X106 2,371 93,937 X 004 4181 0
89756 38 1,522 X X 004 22 250 1250 ----- 2,409 95,459 XATA CORP COMMON STOCK
983882309 2 300 X X 001 0 0 300 ----- 2 300 XCEL ENERGY INC COMMON STOCK 98389B100
13 752 X 001 752 0 0 9,229 518,159 X 004 367800 7140 143219 11,012 618,305 X X 004 588673 11971 17661
----- 20,254 1,137,216 XILINX INC COMMON STOCK 983919101 29,238 774,088 X 004 39091
32021 702976 699 18,516 X X 004 15916 0 2600 ----- 29,937 792,604 XEROX CORP COMMON
STOCK 984121103 33 2,300 X X 001 0 0 2300 8,507 583,894 X 004 29620 22494 531780 109 7,482 X X 004 6842
0 640 ----- 8,649 593,676 XYBERNAUT CORPORATION COMMON STOCK 984149104 6 5,000 X
004 5000 0 0 ----- 6 5,000 YADKIN VY BK & TR CO ELKIN N C COMMON STOCK 984308106
25 1,459 X 004 51 0 1408 ----- 25 1,459 YAHOO! INC COMMON STOCK 984332106 32,242
665,112 X 004 25050 37296 602766 202 4,170 X X 004 2408 0 1762 ----- 32,444 669,282 YAMANA
GOLD INC COMMON STOCK 98462Y100 1 358 X 004 358 0 0 ----- 1 358 YANKEE CANDLE INC
COMMON STOCK 984757104 171 6,188 X 004 578 0 5610 ----- 171 6,188 XICOR INC COMMON

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STOCK 984903104 77 5,052 X 004 169 0 4883 ----- 77 5,052 YARDVILLE NATL BANCORP
COMMON STOCK 985021104 44 1,774 X 004 60 0 1714 ----- 44 1,774 YELLOW ROADWAY
CORP COMMON STOCK 985577105 318 9,411 X 004 1719 0 7692 69 2,043 X X 004 2043 0 0 -----
387 11,454 YORK INTL CORP COMMON STOCK 986670107 8,663 220,355 X 004 1074 1440 217841 85 2,177 X
X 004 997 0 1180 ----- 8,748 222,532 YOUBET COM INC COMMON STOCK 987413101 0 100 X
004 100 0 0 ----- 0 100 YOUNG BROADCASTING INC CL A COMMON STOCK 987434107 5,705
315,180 X 004 3385 590 311205 ----- 5,705 315,180 YOUNG INNOVATIONS INC COMMON
STOCK 987520103 29 818 X 004 26 0 792 ----- 29 818 YUM BRANDS INC COMMON STOCK
988498101 34,152 898,958 X 004 140144 22652 736162 3,221 84,784 X X 004 70074 2280 12430 -----
----- 37,373 983,742 ZALE CORP NEW COMMON STOCK 988858106 318 5,171 X 004 164 0 5007 -----
----- 318 5,171 ZANETT INC COMMON STOCK 98906R109 1 472 X 004 472 0 0 ----- 1 472
ZEBRA TECHNOLOGIES CORP CL A COMMON STOCK 989207105 1,601 23,082 X 004 8212 0 14870 15 210
X X 004 210 0 0 ----- 1,616 23,292 ZENITH NATL INS CORP COMMON STOCK 989390109 63
1,609 X 004 39 0 1570 ----- 63 1,609 ZHONE TECHNOLOGIES INC COMMON STOCK 98950P108
2,585 664,629 X 004 24406 99255 540968 6 1,615 X X 004 1615 0 0 ----- 2,591 666,244 ZILA INC
COMMON STOCK 989513205 4 750 X 004 750 0 0 ----- 4 750 ZILOG INC COMMON STOCK
989524301 5,359 424,670 X 004 8980 39660 376030 32 2,500 X X 004 610 0 1890 ----- 5,391 427,170
ZIMMER HLDGS INC COMMON STOCK 98956P102 31 422 X 001 270 0 152 1 12 X X 001 12 0 0 71,126
964,029 X 004 420959 21700 521370 24,135 327,131 X X 004 307072 2860 17199 ----- 95,293
1,291,594 ZIONS BANCORPORATION COMMON STOCK 989701107 46,520 814,645 X 004 18920 48343
747382 1,474 25,822 X X 004 10942 0 14880 ----- 47,994 840,467 ZORAN CORP COMMON
STOCK 98975F101 145 8,376 X 004 552 0 7824 ----- 145 8,376 ZOLTEK COS INC COMMON
STOCK 98975W104 3 300 X 004 300 0 0 ----- 3 300 ZWEIG FUND INC OTHER 989834106 2 338 X
004 N.A. N.A. N.A. 5 951 X X 004 N.A. N.A. N.A. ----- 7 1,289 ZWEIG TOTAL RETURN FD INC
OTHER 989837109 35 6,700 X 004 N.A. N.A. N.A. 20 3,927 X X 004 N.A. N.A. N.A. ----- 55 10,627
ZYGO CORP COMMON STOCK 989855101 49 3,152 X 004 96 0 3056 ----- 49 3,152
ZYMOGENETICS INC COMMON STOCK 98985T109 44 2,868 X 004 92 0 2776 ----- 44 2,868
ZOLL MED CORP COMMON STOCK 989922109 68 1,720 X 004 56 0 1664 ----- 68 1,720 GRAND
TOTAL (X1000) 34,951,824 NUMBER OF LINES PRINTED 6,589