

IVANHOE ENERGY INC  
Form 8-K  
May 31, 2012

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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): May 24, 2012

IVANHOE ENERGY INC.  
(Exact name of registrant as specified in its charter)

Yukon, Canada (State or Other Jurisdiction of Incorporation)	000-30586 (Commission File Number)	98-0372413 (I.R.S. Employer Identification Number)
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Suite 654 – 999 Canada Place Vancouver, BC, Canada (Address of Principal Executive Office)	V6C 3E1 (Zip Code)
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(604) 688-8323  
(Registrant's telephone number, including area code)

Not Applicable  
(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 (17CFR 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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard.

On May 24, 2012, Ivanhoe Energy Inc. (the "Company") received a notification letter (the "Notice") from the Listing Qualifications Department of the NASDAQ Stock Market ("NASDAQ") notifying the Company that the minimum bid price per share for its common stock fell below \$1.00 for a period of 30 consecutive business days and that therefore the Company did not meet the minimum bid price requirement set forth in Nasdaq Listing Rule 5550(a)(2) (the "Minimum Bid Price Rule").

The Notice has no effect on the listing of the Company's common stock on the NASDAQ at this time. In addition, the Company's common shares are listed and trade on the Toronto Stock Exchange. The Toronto Stock Exchange does not have a minimum bid price per share requirement.

The Notice stated that the Company would be provided 180 calendar days, or until November 20, 2012, to regain compliance with the Minimum Bid Price Rule. In accordance with Rule 5810(c)(3)(A), the Company can regain compliance if at any time during the 180-day period the closing bid price of the Company's common stock is at least \$1.00 for a minimum of 10 consecutive business days.

If the Company does not regain compliance by November 20, 2012, the Company may be eligible to have an additional period of 180 days to regain compliance with the minimum bid price requirement. To qualify for additional time the Company will be required to meet the continued listing requirement for market value of publicly held shares and all other initial listing standards for The Nasdaq Capital Market, with the exception of the bid price requirement. In addition, the Company will need to provide written notice of its intention to cure the deficiency during the second compliance period. If the Company is not eligible for the second compliance period, then the NASDAQ Staff will provide notice that the Company's securities will be subject to delisting. At such time, the Company may appeal the delisting determination to a Hearings Panel.

The Company intends to continue to monitor the bid price for its common stock. If the Company's common stock does not trade at a level that is likely to regain compliance with the Minimum Bid Price Rule, the Company's Board of Directors will consider other options that may be available to achieve compliance.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: May 31, 2012

IVANHOE ENERGY INC.

By: /s/ Mary A. Vincelli  
Name: Mary A. Vincelli  
Title: Corporate Secretary

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