

IVANHOE ENERGY INC
Form SC 13G/A
September 10, 2013

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

Ivanhoe Energy Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

465790103

(CUSIP Number)

August 31, 2013

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

X Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 465790103

1 NAME OF REPORTING PERSON

Manulife Financial Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐

(b) ☐

N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Canada

5 SOLE VOTING POWER

Number of

-0-

Shares

6 SHARED VOTING POWER

Beneficially

Owned by

-0-

7 SOLE DISPOSITIVE POWER

Each

Reporting

-0-

Person

8 SHARED DISPOSITIVE POWER

With

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

None, except through its indirect, wholly-owned subsidiaries, Manulife Asset Management (US) LLC and Manulife Asset Management (Europe) Limited.

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

See line 9 above.

12 TYPE OF REPORTING PERSON*

HC

***SEE INSTRUCTIONS**

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CUSIP No. 465790103

1 NAME OF REPORTING PERSON

Manulife Asset Management (Europe) Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐

(b) ☐

N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United Kingdom

5 SOLE VOTING POWER

Number of		5,066
Shares	6	SHARED VOTING POWER
Beneficially		
Owned by		-0-
Each	7	SOLE DISPOSITIVE POWER
Reporting		
Person	8	SHARED DISPOSITIVE POWER
With		

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,066

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.00%

12 TYPE OF REPORTING PERSON*

FI

1 NAME OF REPORTING PERSON

Manulife Asset Management (US) LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐

(b) ☐

N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

Number of
Shares

6 6,979,114
SHARED VOTING POWER

Beneficially
Owned by

7 -0-
SOLE DISPOSITIVE POWER

Each
Reporting
Person

8 6,979,114
SHARED DISPOSITIVE POWER

With -0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,979,114

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

6.08%

12 TYPE OF REPORTING PERSON*

IA

***SEE INSTRUCTIONS**

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CUSIP No. 465790103

1 NAME OF REPORTING PERSON

John Hancock Small Cap Equity Fund

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) ☐

(b) []

N/A

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Massachusetts

5 SOLE VOTING POWER

Number of
Shares **6** -0-
SHARED VOTING POWER

Beneficially
Owned by **7** -0-
Each SOLE DISPOSITIVE POWER

Reporting
Person **8** -0-
With SHARED DISPOSITIVE POWER

-0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

310,850 shares owned directly by the Fund. Manulife Asset Management (US) LLC has sole voting and dispositive power over these shares.

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.27%

12 TYPE OF REPORTING PERSON*

IV

***SEE INSTRUCTIONS**

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Item 1(a)

Name of Issuer:

Ivanhoe Energy Inc.

Item 1(b)

Address of Issuer's Principal Executive Offices:

654 999 Canada Place

Vancouver, British Columbia, Canada V6C 3E1

Item 2(a)

Name of Person Filing:

This filing is made on behalf of Manulife Financial Corporation ("MFC") and MFC's indirect, wholly-owned subsidiaries, Manulife Asset Management (Europe) Limited (MAM (Europe)) and Manulife Asset Management (US) LLC ("MAM (US)"), and is also made on behalf of John Hancock Small Cap Equity Fund ("JH Small Cap Equity Fund").

Item 2(b)

Address of Principal Business Office:

The principal business office of MFC is located at 200 Bloor Street East, Toronto, Ontario, Canada, M4W 1E5.

The principal business office of MAM (Europe) is located at 10 King William Street, London, England, EC4N 7TW9.

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The principal business office of MAM (US) is located at 101 Huntington Avenue, Boston, Massachusetts 02199.

The principal business office of JH Small Cap Equity Fund is located at 601 Congress Street, Boston, Massachusetts 02210.

Item 2(c)

Citizenship:

MFC is organized and exists under the laws of Canada.

MAM (Europe) is organized and exists under the laws of the United Kingdom.

MAM (US) is organized and exists under the laws of the State of Delaware.

JH Small Cap Equity Fund is organized and exists under the laws of the Commonwealth of Massachusetts.

Item 2(d)

Title of Class of Securities:

Common Stock

Item 2(e)

CUSIP Number:

465790103

Item 3

If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

MFC:

(g) (X)

a parent holding company or control person in
accordance with §240.13d-1(b)(1)(ii)(G).

MAM (Europe):

(j) (X)

a non-U.S. institution in accordance with
§240.13d-1(b)(1)(ii)(J).

MAM (US):

(e) (X)

an investment adviser in accordance with
§240.13d-1(b)(1)(ii)(E).

JH Small Cap Equity Fund:

(d) (X)

an investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

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Item 4

Ownership:

(a) Amount Beneficially Owned: MAM (Europe) has beneficial ownership of 5,066 shares of Common Stock. MAM (US) has beneficial ownership of 6,979,114 shares of Common Stock, of which JH Small Cap Equity Fund owns directly 310,850 shares. Through its parent-subsidiary relationship to MAM (Europe) and MAM (US), MFC may be deemed to have beneficial ownership of these same shares.

(b) Percent of Class: Of the 114,824,253 shares outstanding as of July 31, 2013, according to the issuer's Form 10-Q for the period ended June 30, 2013, MAM (Europe) held 0.00%. and MAM (US) held 6.08%, of which JH Small Cap Equity Fund held 0.27%

(c) Number of shares as to which the person has:

(i)

sole power to vote or to direct the vote:

MAM (Europe) and MAM (US) each has sole power to vote or to direct the voting of the shares of Common Stock it beneficially owns.

(ii)

shared power to vote or to direct the vote: -0-

(iii)

sole power to dispose or to direct the disposition of:

MAM (Europe) and MAM (US) has sole power to vote or to direct the voting of the shares of Common Stock it beneficially owns.

(iv)

shared power to dispose or to direct the disposition of: -0-

Item 5

Ownership of Five Percent or Less of a Class:

Not applicable.

Item 6

Ownership of More than Five Percent on Behalf of Another Person:

Not applicable.

Item 7

Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

See Items 3 and 4 above.

Item 8

Identification and Classification of Members of the Group:

Not applicable.

Item 9

Notice of Dissolution of Group:

Not applicable.

Item 10

Certification:

By signing below the undersigned certifies that, to the best of its knowledge and belief, (i) the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, and (ii) the foreign regulatory scheme applicable to MAM (Europe) is substantially comparable to the regulatory scheme applicable to the functionally equivalent U.S. institution. The undersigned also undertakes to furnish to the Commission staff, upon request, information that would otherwise be disclosed in a Schedule 13D.

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Manulife Financial Corporation

By:

/s/ Kenneth G. Pogrinn

Name:

Kenneth G. Pogrinn

Dated: September 9, 2013

Title:

Attorney in Fact*

Manulife Asset Management (Europe) Limited

By:

/s/ Peter Mennie

Name:

Peter Mennie

Dated: September 9, 2013

Title:

Director

Manulife Asset Management (US) LLC

By:

/s/ William E. Corson

Name:

William E. Corson

Dated: September 9, 2013

Title:

Vice President and Chief Compliance Officer

John Hancock Global Opportunities Fund

By:

/s/ Francis V. Knox Jr.

Name:

Francis V. Knox Jr.

Dated: September 9, 2013

Title:

Vice President and Chief Compliance Officer

* Signed pursuant to a Power of Attorney dated January 17, 2008 included as an Exhibit to Schedule 13G filed with the Securities and Exchange Commission by Manulife Financial Corporation on January 24, 2008.

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EXHIBIT A

JOINT FILING AGREEMENT

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Manulife Financial Corporation, Manulife Asset Management (Europe) Limited, Manulife Asset Management (US) LLC and John Hancock Small Cap Equity Fund agree that the Schedule 13G (Amendment No. 3) to which this Agreement is attached, relating to the Common Stock of Ivanhoe Energy Inc., is filed on behalf of each of them.

Manulife Financial Corporation

By:

/s/ Kenneth G. Pogrinn

Name:

Kenneth G. Pogrinn

Dated: September 9, 2013

Title:

Attorney in Fact*

Manulife Asset Management (Europe) Limited

By:

/s/ Peter Mennie

Name:

Peter Mennie

Dated: September 9, 2013

Title:

Director

Manulife Asset Management (US) LLC

By:

/s/ William E. Corson

Name:

William E. Corson

Dated: September 9, 2013

Title:

Vice President and Chief Compliance Officer

John Hancock Global Opportunities Fund

By:

/s/ Francis V. Knox Jr.

Name:

Francis V. Knox Jr.

Dated: September 9, 2013

Title:

Vice President and Chief Compliance Officer

* Signed pursuant to a Power of Attorney dated January 17, 2008 included as an Exhibit to Schedule 13G filed with the Securities and Exchange Commission by Manulife Financial Corporation on January 24, 2008.

