INTERNATIONAL ENERGY, INC.

COMMON 09/08/2008

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Form 4

| September 09, 2                                                             | 2008                                  |                                                             |                                            |                                                    |                      |              |                                                                              |                                               |                                                             |
|-----------------------------------------------------------------------------|---------------------------------------|-------------------------------------------------------------|--------------------------------------------|----------------------------------------------------|----------------------|--------------|------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------------------------|
| FORM 4                                                                      | 4                                     |                                                             |                                            |                                                    |                      |              |                                                                              | OMB APF                                       | PROVAL                                                      |
|                                                                             | UNITED S'                             | TATES SECUR<br>Was                                          |                                            | AND EXCHA<br>, D.C. 20549                          | NGE                  | COM          |                                                                              | OMB<br>Number:                                | 3235-0287                                                   |
| Check this b<br>if no longer<br>subject to<br>Section 16.                   |                                       |                                                             | CHANGES IN BENEFICIAL OWNERSHII SECURITIES |                                                    |                      |              | SHIP OF                                                                      |                                               |                                                             |
| Form 4 or<br>Form 5<br>obligations<br>may continu<br>See Instructi<br>1(b). | e. Section 17(a)                      | uant to Section 16<br>of the Public Ut<br>30(h) of the Inv  | ility Hole                                 | ding Company                                       | Act                  | of 193       | et of 1934,                                                                  | response                                      | 0.5                                                         |
| (Print or Type Resp                                                         | ponses)                               |                                                             |                                            |                                                    |                      |              |                                                                              |                                               |                                                             |
| 1. Name and Addi                                                            | ress of Reporting Po<br>MEL S         | erson * 2. Issuer<br>Symbol                                 | Name and                                   | l Ticker or Tradii                                 | ng                   | 5. R<br>Issu | elationship of Roer                                                          | eporting Perso                                | n(s) to                                                     |
|                                                                             |                                       | INTERN<br>[IENI]                                            | NATION                                     | AL ENERGY                                          | , INC                | <b>C.</b>    | (Check a                                                                     | all applicable)                               |                                                             |
| (Last)                                                                      | (First) (Mi                           | ddle) 3. Date of                                            |                                            | ransaction                                         |                      |              | Director<br>Officer (give tit                                                |                                               | Owner<br>(specify                                           |
|                                                                             |                                       |                                                             |                                            |                                                    | below)<br>CY/TREASUR | ER           |                                                                              |                                               |                                                             |
|                                                                             | (Street)                              | 4. If Amer<br>Filed(Mon                                     |                                            | ate Original                                       |                      | App          | ndividual or Join<br>licable Line)<br>Form filed by One                      |                                               |                                                             |
| VANCOUVE                                                                    | R, A1 V6J 1G1                         |                                                             |                                            |                                                    |                      |              | Form filed by Mor                                                            |                                               |                                                             |
| (City)                                                                      | (State) (Z                            | Cip) Table                                                  | e I - Non-I                                | Derivative Secur                                   | ities A              | cquired      | l, Disposed of, o                                                            | r Beneficially                                | Owned                                                       |
|                                                                             | . Transaction Date<br>Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transacti<br>Code<br>(Instr. 8)      | 4. Securities A ionor Disposed of (Instr. 3, 4 and | (D)<br>5)            | d (A)        | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 4) |
|                                                                             |                                       |                                                             | Code V                                     | Amount                                             | (A)<br>or<br>(D)     | Price        | Transaction(s) (Instr. 3 and 4)                                              | (Instr. 4)                                    |                                                             |
| COMMON 0                                                                    | 9/08/2008                             |                                                             | D                                          | 2,000,000<br>(1)                                   | D                    | \$<br>1.03   | 20,795,834                                                                   | D                                             |                                                             |
| COMMON 0                                                                    | 09/08/2008                            |                                                             | D                                          | 2,000,000<br>(2)                                   | D                    | \$<br>1.03   | 18,795,834                                                                   | D                                             |                                                             |
| COMMON 0                                                                    | 9/08/2008                             |                                                             | D                                          | 2,000,000<br>(3)                                   | D                    | \$<br>1.03   | 16,795,834                                                                   | D                                             |                                                             |

D

D

(6)

1,000,000

15,795,834

\$

1.03

 $1.03 \quad \underline{^{(5)}}$ 

D

**CORPORATION** 

HELD BY

15,795,834 I

D

15,795,834

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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

| <ol> <li>Title of</li> </ol> | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Titl | e and    | 8. Price of | 9 |
|------------------------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|---------|----------|-------------|---|
| Derivative                   | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber   | Expiration D  | ate         | Amou    | nt of    | Derivative  | J |
| Security                     | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Under   | lying    | Security    | , |
| (Instr. 3)                   | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |             | Secur   | ities    | (Instr. 5)  | ] |
|                              | Derivative  |                     |                    |            | Securities | 1             |             | (Instr. | 3 and 4) |             | ( |
|                              | Security    |                     |                    |            | Acquired   |               |             |         |          |             | ] |
|                              |             |                     |                    |            | (A) or     |               |             |         |          |             | J |
|                              |             |                     |                    |            | Disposed   |               |             |         |          |             | - |
|                              |             |                     |                    |            | of (D)     |               |             |         |          |             | ( |
|                              |             |                     |                    |            | (Instr. 3, |               |             |         |          |             |   |
|                              |             |                     |                    |            | 4, and 5)  |               |             |         |          |             |   |
|                              |             |                     |                    |            |            |               |             |         | Amount   |             |   |
|                              |             |                     |                    |            |            |               |             |         | or       |             |   |
|                              |             |                     |                    |            |            | Date          | Expiration  | Title   | Number   |             |   |
|                              |             |                     |                    |            |            | Exercisable   | Date        | 11110   | of       |             |   |
|                              |             |                     |                    | Code V     | (A) (D)    |               |             |         | Shares   |             |   |
|                              |             |                     |                    | Code v     | (A) $(D)$  |               |             |         | Shares   |             |   |

# **Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|                                |               |

Director 10% Owner Officer Other

RAYAT HARMEL S 1628 WEST 1ST AVENUE SUITE 216

X SECRETARY/TREASURER

VANCOUVER, A1 V6J 1G1

### **Signatures**

HARMEL S. 09/08/2008

\*\*Signature of Date
Reporting Person

## **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).
- For estate planning purposes, pursuant to an agreement dated September 8, 2008, Mr. Harmel S. Rayat has sold 2,000,000 restricted shares of the Companys common stock in exchange for 2,060 nonvoting, redeemable preferred shares valued at \$1,000 per share in a private Alberta corporation, wholly owned by Jasbinder Chohan, as the trustee under The TJR Family Trust dated August 28, 2008, for the benefit of Talia Jevan Rayat. Mr. Rayat is not a beneficiary of the trust.
- (2) For estate planning purposes, pursuant to an agreement dated September 8, 2008, Mr. Harmel S. Rayat has sold 2,000,000 restricted shares of the Companys common stock in exchange for 2,060 nonvoting, redeemable preferred shares valued at \$1,000 per share in a private Alberta corporation, wholly owned by David Ernest Jenkins, as the trustee under the The KJR Family Trust dated August 28,

Reporting Owners 2

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2008, for the benefit of Kalen Jai Rayat. Mr. Rayat is not a beneficiary of the trust.

- Pursuant to an agreement dated September 8, 2008, Mr. Harmel S. Rayat has sold 2,000,000 restricted shares of the Companys common stock in exchange for 2,060 nonvoting, redeemable preferred shares valued at \$1,000 per share in a private Alberta corporation, wholly owned by Amritpal Kaur Tanda, as the trustee under The Heritage Family Trust dated August 28, 2008, for the benefit of Mehar Singh Bhogal. Mr. Rayat is not a beneficiary of the trust.
- Pursuant to an agreement dated September 8, 2008, Mr. Harmel S. Rayat has sold 1,000,000 restricted shares of the Companys common stock in exchange for 1,030 nonvoting, redeemable preferred shares valued at \$1,000 per share in a private Alberta corporation, wholly owned by Gurmeet Singh Sidhu, as the trustee under The DS Sidhu Family Trust dated August 28, 2008, for the benefit of Dayan Singh Sidhu. Mr. Rayat is not a beneficiary of the trust.
- (5) The transactions listed above have resulted in a reduction of Mr. Rayats aggregate direct beneficial ownership from 54.0 percent to 37.4 percent of the corporation's issued and outstanding common stock.
- For estate planning purposes, pursuant to an agreement dated September 8, 2008, Mr. Harmel S. Rayat has sold 15,795,834 restricted (6) shares of the Companys common stock in exchange for 16,269.71 nonvoting, redeemable preferred shares valued at \$1,000 per share in 1420525 Alberta Ltd., a private Alberta corporation wholly owned by Mr. Harmel S. Rayat.

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.