SIEGEL HAL N Form 5

February 17, 2009

FORM 5

OMB APPROVAL

3235-0362

1.0

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

Number: January 31, Expires: 2005

OMB

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

SIEGEL HAL N

(Last)

2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to

Issuer Symbol

IR BIOSCIENCES HOLDINGS INC

(Check all applicable)

[IRBS]

(Middle)

3. Statement for Issuer's Fiscal Year Ended

X Director 10% Owner Officer (give title Other (specify

(Month/Day/Year) below) below)

12/31/2008

7111 EAST MACDONALD DRIVE

(First)

1. Name and Address of Reporting Person *

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting

Filed(Month/Day/Year)

(check applicable line)

PARADISE VALLEY, AZÂ 85253

X Form Filed by One Reporting Person Form Filed by More than One Reporting

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. Transaction Code (Month/Day/Year) (Instr. 8)

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) (Instr. 4)

Ownership (Instr. 4)

Amount (D) Price

(A)

or (Instr. 3 and 4)

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

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SEC 2270 (9-02)

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of Derivative Conversion (Month/Day/Year) Execution Date, if Transaction Derivative **Expiration Date Underlying Securities** Security or Exercise Code Securities (Month/Day/Year) (Instr. 3 and 4) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A)

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	Derivative Security				or Dispo of (D) (Instr. 3 and 5)					
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrant to Purchase Common Stock	\$ 0.125	03/12/2005	Â	A4 (2)	3,000	Â	03/12/2005	03/12/2008	Common Stock	3,000
Warrant to Purchase Common Stock	\$ 0.125	03/31/2005	Â	A4 (2)	900	Â	03/31/2005	03/31/2008	Common Stock	900
Warrant to Purchase Common Stock	\$ 0.125	06/30/2005	Â	A4 (2)	9,000	Â	06/30/2005	06/30/2008	Common Stock	9,000
Warrant to Purchase Common Stock	\$ 0.125	09/30/2005	Â	A4 (2)	9,000	Â	09/30/2005	09/30/2008	Common Stock	9,000
Warrant to Purchase Common Stock	\$ 0.125	12/31/2005	Â	A4 (2)	9,000	Â	12/31/2005	12/31/2008	Common Stock	9,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Othe		
SIEGEL HAL N 7111 EAST MACDONALD DRIVE PARADISE VALLEY, AZ 85253	ÂX	Â	Â	Â		

Signatures

Hal N Siegel 02/17/2009

**Signature of Reporting Person Date

Reporting Owners 2

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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).
- (1) Adjusted for 1 for 10 stock split in August 2008.
- (2) Reported for initial Form 4 reporting purposes only. Warrants have expired.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.