TRANSALTA CORP Form SC 13D/A August 30, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 13)*

TransAlta Corporation

(Name of Issuer)

Common Shares, no par value

(Title of Class of Securities)

89346D107

(CUSIP Number)

James J. Moloney

Gibson, Dunn & Crutcher LLP

3161 Michelson Drive

Irvine, CA 92612

(949) 451-3800

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

May 28, 2010

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7(b) for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page.

The information required on 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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This Amendment No. 13 (this **Amendment**) amends and supplements the Schedule 13D filed on July 6, 2007 (the **Original Filing**) and subsequently amended by the Reporting Persons relating to the Common Shares, no par value (the **Shares**), of TransAlta Corporation, a corporation incorporated under the Canada Business Corporations Act (the **Issuer**). Information reported in the Original Filing remains in effect except to the extent that it is amended, restated or superseded by information contained in this Amendment or any previously filed amendments. Capitalized terms used but not defined in this Amendment have the respective meanings set forth in the Original Filing.

Item 2. Identity and Background

Item 2 is hereby amended and supplemented as follows:

In light of the transfer described in Item 4 below, LPCO Investments S.a.r.l., a Luxembourg entity (LPCO) is once again a Reporting Person.

Item 4. Purpose of Transaction.

Item 4 is hereby amended and supplemented as follows:

As part of an internal restructuring, the Reporting Persons transferred 12,925,804 Shares of the Issuer purchased by the Reporting Persons to LPCO, which is wholly-owned by LSP Holdings, LSP Holdings II, Luminus Energy Fund, and Luminus Asset Partners.

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SIGNATURES

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

Dated: August 28, 2010

LSP Penn Holdings, LLC

By: /s/ Darpan Kapadia Name: Darpan Kapadia Title: Managing Director

LSP Penn Holdings II, LLC

By: /s/ Darpan Kapadia Name: Darpan Kapadia Title: Managing Director

LS Power Partners, L.P.

By: /s/ Darpan Kapadia Name: Darpan Kapadia Title: Managing Director

LS Power Partners II, L.P.

By: /s/ Darpan Kapadia Name: Darpan Kapadia Title: Managing Director

Luminus Management, LLC

By: /s/ Paul Segal Name: Paul Segal Title: President

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Luminus Asset Partners, L.P.

By: Luminus Management, LLC

Its: Investment Manager

By: /s/ Paul Segal Name: Paul Segal Title: President

Luminus Energy Partners Master Fund, Ltd.

By: Luminus Management, LLC

Its: Investment Manager

By: /s/ Paul Segal Name: Paul Segal Title: President

LTAC SPV I, LLC

By: **Vega Energy GP, LLC**Its: Managing Member

By: /s/ Paul Segal Name: Paul Segal Title: President

LPCO Investments S.a.r.l.

By: /s/ Paul Segal Name: Paul Segal Title: President