

TRANSALTA CORP  
Form FWP  
November 09, 2009

Filed Pursuant to Rule 433

Issuer Free Writing Prospectus dated November 9, 2009

Relating to Preliminary Prospectus Supplement dated November 9, 2009

Registration Statement No. 333-155243

**TransAlta Corporation**

**Pricing Term Sheet**

<b>Issuer:</b>	TransAlta Corporation
<b>Expected Ratings:*</b>	Baa2/BBB
<b>Security Type:</b>	SEC registered senior unsecured notes
<b>Size:</b>	US\$500,000,000
<b>Maturity:</b>	January 15, 2015
<b>Coupon:</b>	4.75% per annum, payable semi-annually
<b>Price:</b>	99.783% (US\$498,915,000)
<b>Yield to Maturity:</b>	4.795%
<b>Spread:</b>	+250 basis points
<b>Benchmark Treasury:</b>	2.375% due October 31, 2014
<b>Treasury Yield/Price:</b>	2.295%/100- 12
<b>Settlement Date:</b>	November 13, 2009
<b>Interest Payment Dates:</b>	January 15 and July 15 of each year commencing July 15, 2010
<b>Make-Whole Call:</b>	T+37.5 basis points
<b>CUSIP No.:</b>	89346D AD9
<b>ISIN No.:</b>	US89346DAD93
<b>Joint Book-Running</b>	RBC Capital Markets Corporation
<b>Managers:</b>	HSBC Securities (USA) Inc.

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RBS Securities Inc.

**Co-Managers:**

CIBC World Markets Corp.

Scotia Capital (USA) Inc.

Mitsubishi UFJ Securities (USA), Inc.

BNP Paribas Securities Corp.

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\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

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Please note that the third paragraph on page S-15 of the Prospectus Supplement is hereby completed and revised as follows: The pro forma earnings coverage ratios for the twelve month period ended December 31, 2008 and the twelve month period ended September 30, 2009, giving effect to this offering and without the application of the net proceeds from the sale of the Notes (assuming this offering took place on the first date of the respective twelve month period), would have been 2.4x and 1.8x, respectively.

**The issuer has filed a registration statement (including a prospectus) with the United States Securities and Exchange Commission (the SEC ) for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling RBC Capital Markets Corporation at (212) 428-6670, HSBC Securities (USA) Inc. toll free at 1-866-811-8049 or RBS Securities Inc. toll free at 1-866-884-2071.**