

Form 45-106F1
Report of Exempt Distribution

This is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution.

Issuer Information

Item 1: TransAmerican Energy Inc.
PO Box 4, 303 – 595 Howe Street
Vancouver, British Columbia V6C 2T5
Telephone Number: (604) 718-2800

Item 2: The issuer is a reporting issuer in British Columbia and Alberta.

Item 3:

- | | |
|---|--|
| <input type="checkbox"/> Bio-tech | Mining |
| Financial Services | <input type="checkbox"/> exploration/development |
| <input type="checkbox"/> investment companies and funds | <input type="checkbox"/> production |
| <input type="checkbox"/> mortgage investment companies | X Oil and gas |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Hi-tech | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Industrial | <input type="checkbox"/> Other (describe) |
-

Details of distribution

Item 4: Complete Schedule I to this report. Schedule I is designed to assist in completing the remainder of this report.

Item 5: State the distribution date. If the report is being filed for securities distributed on more than one distribution date, state all distribution dates.

October 27, 2009

Item 6: For each security distributed:

(a) describe the type of security,

8,000,000 Units

(b) state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date; and

8,000,000 Units at a price of \$0.05 per unit (the "Unit"). Each Unit consists of one common share and one-half common share purchase warrant. Each whole warrant will entitle the holder to purchase one

common share for a period of 12 months from October 27, 2009, at a price of \$0.10 per warrant share, expiring October 26, 2010.

(c) state the exemption(s) relied on.

Section 2.3(1) and Section 2.5(1) of NI 45-106, and BCI 72-503

Item 7: Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table, securities issued as payment for commissions or finder's fees disclosed under item 8, below.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
B.C.	23	\$0.05	\$252,500
Alberta	1	\$0.05	\$10,000
Quebec	1	\$0.05	\$7,270
Out of Canada	3	\$0.05	\$130,230
Total number of Purchasers	28		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$400,000

Note 1: If securities are issued at different prices list the highest and lowest price the securities were sold for.

Commissions and finder's fees

Item 8: Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature. Do not include payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.

If the securities being issued as compensation are or include convertible securities, such as warrants or options, please add a footnote describing the terms of the convertible securities, including the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

Full name and address of the person being compensated	Compensation paid or to be paid (cash and/or securities)				
	Cash (Canadian \$)	Securities			Total dollar value of compensation (Canadian \$)
		Number and type of securities issued	Price per security	Exemption relied on and date of distribution	
Canaccord Capital Corp. Suite 2200, 609 Granville St. Vancouver, B.C., V7Y 1H2	\$2,500.00	N/A	N/A	N/A	\$2,500.00
Bolder Investment Partners Ltd. Suite 800, 1450 Creekside Dr. Vancouver, B.C. V6J 5B3	\$2,500.00	N/A	N/A	N/A	\$2,500.00
TOTAL:	\$5,000.00	N/A			\$5,000.00

Item 9: If a distribution is made in Ontario, please include the attached “Authorization of Indirect Collection of Personal Information for Distributions in Ontario”. The “Authorization of Indirect Collection of Personal Information for Distributions in Ontario” is only required to be filed with the Ontario Securities Commission.

Certificate

On behalf of the issuer, I certify that the statements made in this report are true.

Date: October 28, 2009

TRANSAMERICAN ENERGY INC.
Name of issuer (please print)

Richard Barnett, CFO (604) 718-2800 (Ext 308)
Print name, title and telephone number of person signing

“Richard Barnett”
Signature

Item 10: State the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

N/A

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.

Notice - Collection and use of personal information

The personal information required under this form is collected on behalf of and used by the securities regulatory authorities or, where applicable, the regulators under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or, where applicable, the regulator in the jurisdiction(s) where the form is filed, at the address(es) listed at the end of this report.