TRANSCANADA CORP Form 6-K April 30, 2013

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934

For the month of April 2013

Commission File No. 1-31690

TransCanada Corporation (Translation of Registrant's Name into English)

450 – 1 Street S.W., Calgary, Alberta, T2P 5H1, Canada (Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F " Form 40-F þ

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): "

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): "

Exhibit 99.1 to this report, filed on Form 6-K, shall be incorporated by reference into each of the Registration Statements under the Securities Act of 1933, as amended, of the registrant: Form S-8 (File Nos. 333-5916, 333-8470, 333-9130, 333-151736 and 333-184074), Form F-3 (File Nos. 33-13564 and 333-6132) and Form F-10 (File Nos. 333-151781, 333-161929 and 333-177788).

Edgar Filing: TRANSCANADA CORP - Form 6-K

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: April 29, 2013

TRANSCANADA CORPORATION

By: /s/ Donald R. Marchand

Donald R. Marchand

Executive Vice-President and Chief Financial Officer

By: /s/ Christine R. Johnston

Christine R. Johnston

Vice-President and Corporate

Secretary

EXHIBIT INDEX

99.1 A copy of the Amended and Restated Shareholder Rights Plan Agreement dated as of April 26, 2013 between TransCanada Corporation and Computershare Trust Company of Canada as Rights Agent.

RK. NY 10022 X *See Remarks

Signatures

Harbinger Group Inc. By: /s/ Francis T. McCarron, Executive Vice President and Chief Financial Officer(+)

12/30/2011

**Signature of Reporting Person

Date

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).
- The price shown in Column 4 is a weighted average purchase price of these shares (the "Shares") of the Issuer's common stock, par value \$0.01 per Share on the transaction date. The price range for the purchases is \$27.00 to \$27.73 per Share. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer full information regarding the number of Shares purchased at each separate price.
- (2) The Shares are owned by Harbinger Group Inc., which is the Reporting Person.
 - The Shares may be deemed to be indirectly beneficially owned by the following: Harbinger Capital Partners Master Fund I, Ltd. (the "Master Fund"); Harbinger Capital Partners LLC ("Harbinger LLC"), the investment manager of the Master Fund; Harbinger Capital
- Partners Special Situations Fund, L.P. (the "Special Situations Fund"); Harbinger Capital Partners Special Situations GP, LLC ("HCPSS"), the general partner of the Special Situations Fund; Harbinger Holdings, LLC ("Harbinger Holdings"), the managing member of HCPSS and Harbinger LLC; and Philip Falcone, the managing member of Harbinger Holdings and the portfolio manager of the Master Fund and the Special Situations Fund (collectively, the "Harbinger Persons").
- (4) The Harbinger Persons are not reporting persons hereunder; they have filed a separate Statement of Changes in Beneficial Ownership on Form 4 with respect to their deemed indirect interests in the Shares.
- (5) The price shown in Column 4 is a weighted average purchase price of the Shares on the transaction date. The price range for the purchases is \$26.89 to \$27.47 per Share. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer full information regarding the number of Shares purchased at each separate price.
- The price shown in Column 4 is a weighted average purchase price of the Shares on the transaction date. The price range for the purchases is \$27.44 to \$27.86 per Share. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer full information regarding the number of Shares purchased at each separate price.

Signatures 3

Edgar Filing: TRANSCANADA CORP - Form 6-K

Remarks:

(+) The Harbinger Persons and HGI may be deemed to be members of a "group" for purposes of the Securities Exchange Act of 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. :10pt;">Lawrence A. Hilsheimer, Executive Vice President and Chief Financial Officer