

WOODBURN WILLIAM F  
 Form 5  
 February 22, 2011

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
**WOODBURN WILLIAM F**  
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**TRANS ENERGY INC [TENG]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Vice President

**C/O TRANS ENERGY, INC., PO BOX 393**  
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2010**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

**ST. MARY'S, WV 26170**  
 (City) (State) (Zip)

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (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 (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Amount Price			
Common Stock	Â	Â	Â	Â Â	320,894	I	by Culpepper Cattle Co.
Common Stock	Â	Â	Â	Â Â	133,336	I	by Ohio Valley Welding
Common Stock	Â	Â	Â	Â Â	332,136	I	by Spouse

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Common Stock	06/27/2007	06/27/2007	A4	62,500	A	\$ 0.8	1,167,420	D	Â
Common Stock	02/15/2008	02/15/2008	A4	150,000	A	\$ 0.79	1,317,420	D	Â
Common Stock	05/04/2009	05/04/2009	A4	25,000	A	\$ 1.5	1,342,420	D	Â
Common Stock	08/20/2009	08/20/2009	A4	25,000	A	\$ 0.8	1,367,420	D	Â
Common Stock	11/12/2009	11/12/2009	A4	25,000	A	\$ 0.85	1,392,420	D	Â
Common Stock	12/31/2009	12/31/2009	A4	25,000	A	\$ 2.05	1,417,420	D	Â
Common Stock	10/25/2010	10/25/2010	A4	3,000	A	\$ 2.95	1,420,420	D	Â

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount of Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date		
Stock Option	\$ 0.98	04/08/2009	Â	A4	100,000	Â	04/08/2009	04/08/2014	Common Stock	100,000
Stock Option (1)	\$ 3	12/31/2010	Â	A4	60,000	Â	12/31/2010	12/31/2020	Common Stock	60,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WOODBURN WILLIAM F C/O TRANS ENERGY, INC. PO BOX 393 ST. MARY'S, WV 26170	Â X	Â X	Â Vice President	Â

## Signatures

William F.  
Woodburn

02/22/2011

\_\_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).
- (1) Options vest semiannually over the next three years.

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.