

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of Earliest event Reported): July 8, 2008

THORIUM POWER, LTD.

(Exact name of small business issuer as specified in its charter)

Nevada

(State or other jurisdiction of
of incorporation)

000-28535

(Commission
File Number)

91-1975651

(I.R.S. Employer
Identification No.)

8300 Greensboro Drive, Suite 800, McLean, VA 22102
(Address of Principal Executive Offices)

800-685-8082

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions
(see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure.

On July 9, 2008, Thorium Power, Ltd. (the "Company") is making a slide presentation at the Collins Stewart Fourth Annual Growth Conference in New York, New York to groups of potential investors of the Company. A copy of the Company's presentation is furnished herewith as Exhibit 99.1.

The information contained in this current report on form 8-K and the exhibit attached hereto shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall such information or such exhibit be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing. The information set forth in or exhibit to this form 8-K shall not be deemed an admission as to the materiality of any information in this report on form 8-K that is required to be disclosed solely to satisfy the requirements of Regulation FD.

ITEM 9.01 - FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

<u>Exhibit</u> <u>No.</u>	<u>Description</u>
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99.1	Slide Presentation of Thorium Power, Ltd.
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SIGNATURE

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 hereunto duly authorized.

THORIUM POWER, LTD.

Date: July 8, 2008

By: /s/ Seth Grae

Seth Grae
President and Chief Executive Officer

EXHIBIT INDEX

99.1 Slide Presentation of Thorium Power, Ltd.



Thorium Power

*“Peaceful Nuclear Energy with Low Waste
and Improved Industry Economics”*

Collin Stewart
4th Annual Growth Conference
July 9, 2008

OTCBB: THPW

Safe Harbor Statement



This presentation may include certain statements that are not descriptions of historical facts, but are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. These forward-looking statements may include the description of our plans and objectives for future operations, assumptions underlying such plans and objectives, statements regarding benefits of the proposed merger and other forward-looking terminology such as "may," "expects," "believes," "anticipates," "intends," "expects," "projects" or similar terms, variations of such terms or the negative of such terms. There are a number of risks and uncertainties that could cause actual results to differ materially from the forward-looking statements made herein. These risks, as well as other risks associated with the merger, will be more fully discussed in any joint proxy statement or prospectus or other relevant document filed with the Securities and Exchange Commission in connection with the proposed merger. Such information is based upon various assumptions made by, and expectations of, our management that were reasonable when made but may prove to be incorrect. All of such assumptions are inherently subject to significant economic and competitive uncertainties and contingencies beyond our control and upon assumptions with respect to the future business decisions which are subject to change. Accordingly, there can be no assurance that actual results will meet expectations and actual results may vary (perhaps materially) from certain of the results anticipated herein.

Investment Highlights



- Resurgence of global interest in nuclear power; several underserved market segments
- Thorium is a superior fuel source utilized in the company's unique technology
- Proven technology with clear path to commercialization
- Compelling licensing/partnering strategy with strong intellectual property protections in place
- Revenue from consulting and strategic advisory services
- Strong management, directors, technical and international advisory boards

About Thorium Power



- Thorium Power is the leading developer of thorium-based proliferation resistant nuclear fuel technology and provider of comprehensive advisory services to governments and commercial entities
- Technology consists of fuel designs addressing the key concerns in the nuclear power industry, including nuclear proliferation and waste
- Technology supports expansion of addressable market and improved economics for the global nuclear energy industry
- Fuel designs are “reactor-agnostic,” designed and optimized to be compatible with majority of existing and future reactors

“Nuclear Renaissance”



- Desire to reduce dependence on oil and other fossil fuels
- Mandates to lower CO₂ emissions
- Economic and commercial advantages of nuclear power:
 - Immaturity and cost of renewable/alternative energy
 - Strong operating performance of nuclear power plants
- “Nuclear renaissance” will include many new nuclear industry countries
 - E.g., emerging markets with strong economic growth requiring significant build-out of electricity generating capacity
 - Nuclear energy plans announced recently in several new nuclear countries
- Industry will need to address remaining nuclear energy concerns and challenges going forward
 - Proliferation, waste, fuel supply/price
 - Reactor safety largely addressed by new reactor designs and solid operating record

Addressable Markets



- Thorium Power's target markets include several hundred light water nuclear reactors operating worldwide and over a hundred more reactors that could be built over the next 20-30 years
- Target markets include:
 - Markets with political challenges related to conventional uranium-based nuclear technology due to proliferation concerns
 - Markets with logistics challenges and/or negative public opinions and due to waste concerns
 - Markets with large thorium deposits
 - Markets looking to improve operating economics by reducing fuel cost

What is Thorium?



- Naturally-occurring, slightly radioactive metal - #90 in periodic table of Elements
- Estimated to be over three times more abundant in the Earth's crust than all forms of uranium combined
 - Large deposits in the US, India, Australia, Norway and many other countries
- Thorium-based nuclear power produces less than half the volume of radioactive waste
 - Significantly lower long-term radio-toxicity
- The energy in one kilogram of thorium equals four thousand tons of coal



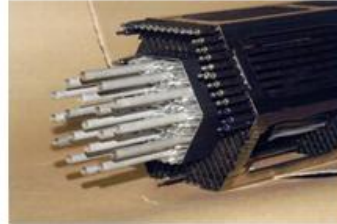
Monazite, a rare-earth-and-thorium phosphate mineral, is the primary source of the world's thorium

Founded by Industry Leader



- Thorium Power was founded by Dr. Alvin Radkowsky
 - First Chief Scientist U.S. Naval Nuclear Program
 - Team leader of first commercial nuclear power plant in the U.S.
 - Designer of more nuclear reactors and fuels than anyone in history

- Thorium Power formed in 1992 to develop nuclear fuels that would sever the link between nuclear weapons and nuclear power
 - A single nuclear reactor running on uranium produces enough plutonium to produce 25 nuclear bombs per year



Thorium Power seed and blanket fuel assembly model

Thorium Power Advantage



	Traditional Uranium Fuel	Thorium Power Fuel
Proliferation potential	<ul style="list-style-type: none"> Reactor produces nuclear weapons-usable plutonium 	<ul style="list-style-type: none"> No weapons usable materials produced Reduction of political risk
Waste volume and storage time	<ul style="list-style-type: none"> Produces significant quantities of radioactive waste which must be buried for thousands of years 	<ul style="list-style-type: none"> Dramatic waste reduction: - 70% weight; - 50% volume 90% reduction of waste radio-toxicity
Reactor operating cost	<ul style="list-style-type: none"> State-of-the-art nuclear reactors cost \$4 billion to build, \$50 million per year to maintain 	<ul style="list-style-type: none"> 10-20+% fuel cycle saving vs conventional fuel Material impact on profitability and ROI
Supply flexibility	<ul style="list-style-type: none"> Uranium ore supply has been steadily declining worldwide for the past 50 years Processing costs increasing as reserve quality declines 	<ul style="list-style-type: none"> Ability to utilize domestic thorium reserves Mitigates fuel price volatility Reduces uranium supply risk
Implementation	<ul style="list-style-type: none"> Current Uranium fuel provided by fuel fabricators for existing reactors 	<ul style="list-style-type: none"> Technology licensed to current fuel fabricators Utilizes existing light water reactor designs Basic industry structure unchanged

Proven Technology



- Engineering & development phase:
 - Technology has undergone extensive scientific development and evaluation
 - Already in research reactor use for over 5 years
 - Reviewed and favorably evaluated by Westinghouse and IAEA
- Technology scale-up and testing phase:
 - Off-shore development model in place since 90-s including leading Russian industry experts and facilities
 - Company now focused on further demonstration and commercialization of the technology

Technology development and qualification follows
the standard industry process

Third-Party Validation



"It is Westinghouse's opinion that proceeding to the LTA stage is prudent. From the review that we have performed to date, it appears the [Thorium Power] technology is well founded and has a good prospect for success based on our previous US experience and Russian experience with metal fuels." –

Westinghouse report commissioned by National Nuclear Security Agency, April 2005

"The American Nuclear Society endorses continued research and development of the use of thorium as a fertile fuel material for nuclear reactors...Waste produced during reactor operations benefits from the fact that the thorium-uranium fuel cycle does not readily produce long-lived transuranic elements."

Position Statement from the American Nuclear Society, November 2006

"Thorium fuel cycle is an attractive way to produce long term nuclear energy with low radiotoxicity waste. In addition, the transition to thorium could be done through the incineration of weapons grade plutonium (WPu) or civilian plutonium."

Thorium Fuel Cycle – Potential Benefits and Challenges, Published by the International Atomic Energy Agency (IAEA) in 2005, TECDOC Series No. 1450

"Kazimi said his own experiments show the Radkowsky design to be feasible and support its central claim – that it reduces the amount of plutonium generated in the reactor."

As stated in the May 31, 2008 Financial Times of London. Mujid Kazimi is the director of MIT's Center for Advanced Nuclear Energy Systems

Multi-Pronged Business Model



Thorium Power is currently managing a portfolio of market and partner leads, limiting the risk of individual projects

- Short term:
 - Advisory and strategic consulting services to foreign governments and nuclear power companies
 - Participation in government programs for non-proliferation and waste management

- Medium term:
 - Participation in thorium-based nuclear energy development consortia
 - Recurring licensing fees for thorium-based nuclear fuel

Advisory Services Revenue



- In December 2007, Thorium Power signed its first major consulting and strategic advisory services agreement with the United Arab Emirates (UAE)
- Awarded \$5 million contract representing the first phase of a feasibility study to develop a roadmap for the UAE's new nuclear energy program
- Thorium Power was selected after a detailed technical review of the company's fuel designs by independent nuclear experts
- Follow on advisory agreement with UAE signed in March 2008 for \$4.2 million
- Validates Thorium Power's business model, where consulting services are early revenue drivers leading towards broad deployment of the company's nuclear fuel designs

Licensing Strategy



- Strong intellectual property protections in place – core technology protected by international patents
- Recurring licensing fees with low-cost, highly leverageable business model
- Thorium Power plans to license its technologies to current fuel fabricators targeting existing and future plant operator customers
 - Existing and new reactors in countries with an established nuclear industry
 - New reactors in countries without a nuclear industry today

Licensing Model



- Average annual nuclear reactor fuel cost \$50 million per year
- Potential 10-20% fuel cost savings
- Additional cost savings of Thorium Fuel:
 - More efficient process – longer fuel life
 - Lower waste treatment costs
- Royalty Model:

 - High upfront licensing fee, plus recurring royalty streams for use of the technology
 - Thorium Power could capture royalties as a meaningful percentage of the cost savings to the customer
 - Thorium could capture a percentage of the overall economic value of the reactor for facilitating nuclear power in non-nuclear countries

Near-Term Goals



2008-2009

Further Strengthening of Corporate Capabilities

- Additional strategic and financial relationships
- Thorium-focused U.S. legislation, and government support benefiting the company
- Expansion of intellectual property & global patent protection



2008-2011

Closing of Business Agreements With Future Reactor Operators and Industry Partners

- Commercial arrangements with:
 - Future operators of thorium based reactors
 - Fuel fabricators
 - Future participants in consortia for new reactors
- Seek additional revenue from advisory and pre-construction services to governments and commercial entities

2009-2012

Completion of Technology Milestones Towards Lead Test Assembly in Commercial Reactors

- Scale up the fuel fabrication process to full length rods used in commercial reactors
- Validate thermal hydraulic performance of full size seed and blanket fuel assembly
- Complete ampoule irradiation testing and perform post-irradiation examination to confirm fuel performance
- Obtain final regulatory approvals for insertion of fuel in commercial reactors

First Quarter Financial Results



(unaudited)

	Three Months Ended March 31,	
	2008	2007
Total Revenue	\$ 3,815,125	\$ -
Cost of Consulting Services Provided	1,648,004	-
Gross Margin	2,167,121	-
Operating Expenses		
General and administrative	1,519,046	1,525,779
Research and development expenses	130,661	28,683
Stock-based compensation	1,363,803	1,335,517
Total Operating Expenses	3,013,510	2,889,979
Operating loss	(846,389)	(2,889,979)
Total Other Income and Expenses	89,282	112,586
Net loss	(787,935)	(2,777,393)
Net Loss Per Common Share, Basic and diluted	\$ (.00)	\$ (.01)
Weighted Average Number of shares outstanding for the period used to compute per share data	299,064,014	295,165,399

Balance Sheet Highlights



As of March 31, 2008

Cash and cash equivalents	\$	4,705,577
Total Current Assets	\$	6,986,389
Total Assets	\$	7,233,978
Total Current Liabilities	\$	3,138,983
Total Liabilities	\$	3,138,983
Total Stockholders' Equity	\$	4,094,995
Total Liabilities and Shareholders Equity	\$	10,733,957

Clean capital structure and no long-term debt

Experienced Mgmt & Board



Senior Management

Seth Grae - President, Chief Executive Officer, and Member of the Board of Directors

Erik Hällström - Chief Operating Officer

James D. Guerra – Chief Financial Officer and Treasurer

Andrey Mushakov - Executive Vice President - International Nuclear Operations

Ambassador Dennis K. Hays - VP Government Relations, Corporate Secretary

Peter Charles - Director of Corporate Affairs and Investor Relations

Maria Mastroianni – VP of Human Resource

Board of Directors

Ambassador Thomas Graham, Jr. - Chairman of the Board

Seth Grae – President & CEO

Victor Alessi

Daniel Barstow Magraw, Jr.

Jack D. Ladd

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