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): June 29, 2009

THORIUM POWER, LTD.

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

Nevada	000-28535	91-1975651
(State or other jurisdiction of of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

1600 Tyson's Boulevard, Suite 550, McLean, VA 22102
(Address of Principal Executive Offices)

571.730.1200
(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))

Item 7.01. Regulation FD Disclosure.

On June 29, 2009, Thorium Power, Ltd. (the "Company") made a slide presentation at is annual meeting of stockholders in New York, New York. 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

Exhibit No.	Description
99.1	Slide Presentation of Thorium Power, Ltd.

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: June 29, 2009

By: /s/ Seth Grae
Seth Grae
President and Chief Executive Officer

EXHIBIT INDEX

99.1	Slide Presentation of Thorium Power, Ltd.

Thorium Power, Ltd.

Annual Shareholders' Meeting

June 29, 2009

Seth Grae - President, Chief Executive Officer

Safe Harbor Statement

This presentation may include certain statements that are not descriptions of historical facts, but are forward-looking statements. 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, "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, are more fully discussed in our annual report on form 10K and other relevant documents filed with the Securities and Exchange Commission after the filing of our latest annual report. 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.

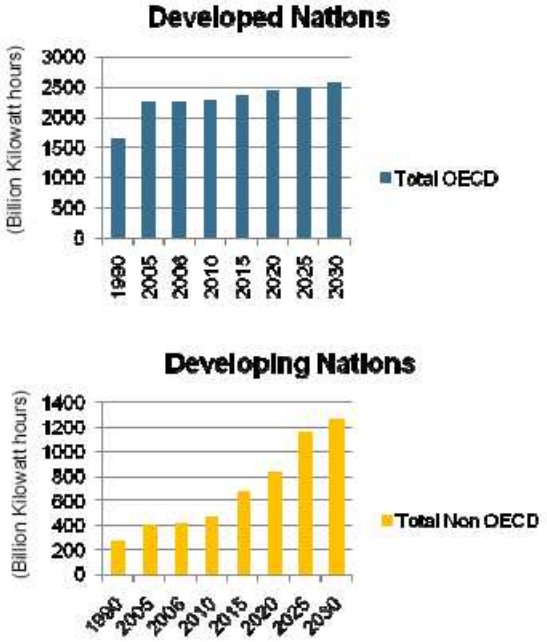
Agenda

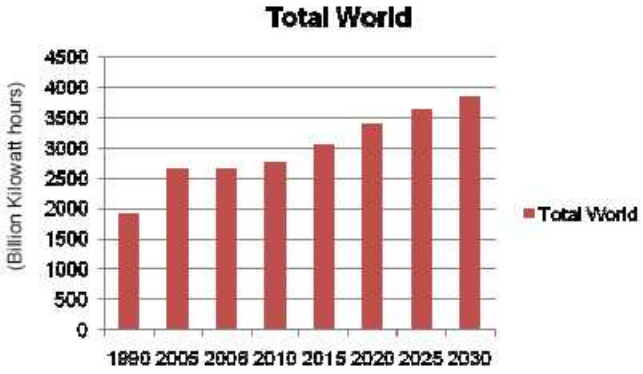
Seth Grae - President, Chief Executive Officer

- Leveraging Global Trends and Nuclear is on the Rise
- Thorium an Untapped Source of Energy
- Thorium Power, Ltd. Overview
- Company History
- Thorium Power Today
- Vision, Mission and Values
- Corporate Strategy
- Operating/Corporate Highlights
- Fuel Development in Detail
- Fuel Markets
- Advisory and Consulting Services
- Legislative Overview
- Financial Overview
- Corporate Initiatives
- Conclusion

Leveraging Global Trends

World Energy Consumption

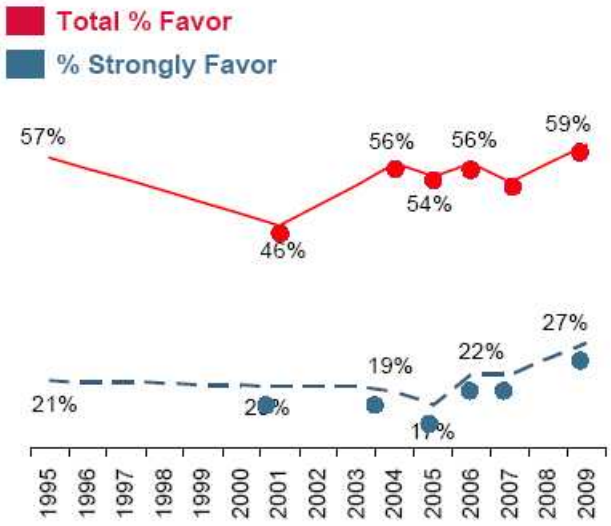




Sources: Energy Information Administration (EIA), International Energy Annual 2006 (June-December 2008); AEO2009 National Energy Modeling System; and World Energy Projections Plus (2009).

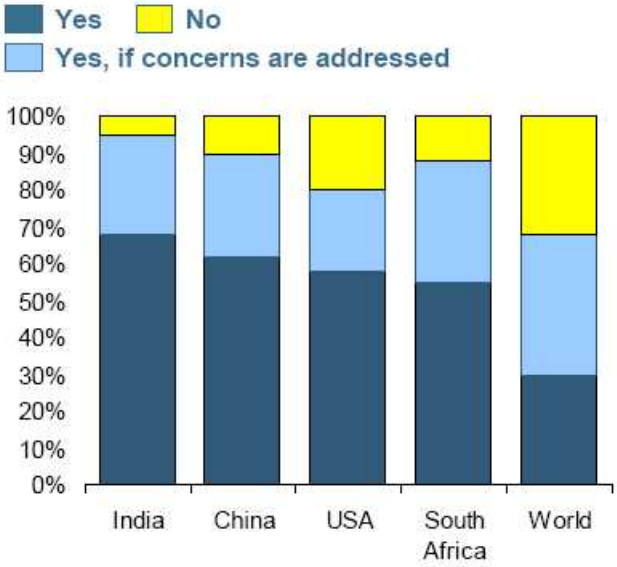
Nuclear is on the Rise

Do you favor the use of nuclear to produce electricity in the U.S.?



Source: Gallop Poll, conducted March 2009

Should your country start using or increase the use of nuclear power?



Source: Accenture, conducted November 2008

Support for nuclear energy has risen to new high levels in the U.S. and abroad. Over 80% of Americans now favor if concerns are addressed.

Thorium – An Untapped Source of Energy

- Naturally-occurring, slightly radioactive metal found in the earth's crust.
- Estimated to be 3X more abundant than all forms of Uranium combined.
- Large deposits in the U.S., India, Australia, Norway and many other countries.
- All mined thorium is potentially usable as fuel in a nuclear reactor, compared with 0.7% of natural uranium.

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

First New Source of Energy in 60+ Years – Only One Company is Strategically Positioned to Exploit its Potential – Thorium Power, Ltd.

Thorium Power, Ltd. Overview

Fuel Technology Development

- Leading developer of Thorium-based proliferation resistant nuclear fuel designs
- Addresses key nuclear concerns of proliferation, waste and supply

Advisory Service – Nuclear Generation

- Industry leading team
- Comprehensive advisory services for nuclear programs

Advisory Service – Nuclear Regulation

- Over combined 200 years of regulatory experience
- Advisory services on design, development and management of nuclear energy programs according to highest int'l standards

Thorium Power, Ltd. is the leading developer proliferation resistant nuclear fuels and a leading provider of comprehensive advisory services.

Company History Includes Pioneers of Nuclear Industry

Dr. Alvin Radkowsky: Inventor of Thorium Power's original fuel design

- **First Chief Scientist U.S. Naval Nuclear Propulsion Program**
- **Team leader of first commercial nuclear power plant in the U.S.**
- **Instrumental in creation of civilian nuclear energy industry – origins of GE Nuclear and Westinghouse Nuclear**

Dr. Alvin Radkowsky (left) receiving an award from the U.S. Atomic Energy Commission. Presented by Admiral H.G. Rickover.

Thorium Power seed and blanket fuel assembly model

Dr. Radkowsky was a protégé of Edward Teller and Admiral Rickover.

Thorium Power, Today

Fuel Technology Development

- Led by Dr. Alexei Morozov – Head of Thorium Power Moscow office and nuclear scientist with more than 40 years of experience in the development of nuclear technology
- Three additional PhD's – all with comparable expertise

Moscow Staff

Kurchatov Institute

Entrance to the Institute with monument to Kurchatov - Russia's leading research and development institution in the field of Nuclear Energy.

Thorium Power, Ltd. is the leading developer of proliferation resistant fuels

Thorium Power, Today

Fuel Technology Development

Key Russian entities currently involved in the project are listed below

Russian Entity	Function/Area of Expertise
Thorium Power – Moscow	Project leader; coordinates all technical activities in Russia
SOSNY R&D Co.	Project integration
Kurchatov Institute	Irradiation testing; TH facilities; other support activities
Bochvar Institute	Material science; metal fuel rod design
OKBM Nizhny Novgorod	VVER-1000 fuel assembly design; TH facilities
MSZ Electrostal	Ur-Zr seed and ThUO2 blanket fabrication

Thorium Power has been developing its fuel designs in cooperation with premier Russian nuclear organizations since 1994.

Thorium Power, Today

Advisory Services - Nuclear Generation & Regulation

- Ernie Kennedy, in 33 year career with Westinghouse, as VP for New Plants, led the successful construction and installation of numerous nuclear power plants world-wide.

- Jon Johnson, who has 38 years of nuclear operational and regulatory experience, including as the Deputy Director, Nuclear Reactor Regulation for the Nuclear Regulatory Commission.

- Dr. Hans Blix - Formerly Director General at the IAEA and Executive Chairman of the UN Monitoring, Verification and Inspection Commission.

Leveraging the strongest minds in the global nuclear industry

Vision & Mission

Thorium Power

Vision

- Thorium Power, Ltd. will be a global leader in the deployment of safe, transparent and commercially viable non-proliferative civil nuclear generation programs.

Mission

Thorium Power

To achieve our vision:

- We will become a world leader in the commercialization of non-proliferative low-waste fuel designs for existing and future civil power reactors.
- We will provide world-class strategic advisory services to governments and utilities seeking to develop non-proliferative civil nuclear power programs.

Corporate Strategy

Fuel Technology Development

- Develop thorium-based seed and blanket fuel designs for VVER and PWR reactors
- Launch and demonstrate the fuel technology in markets best suited for our advanced fuel designs – Thorium receptive and VVER-based, i.e., India
- Leverage the VVER deployment to commercialize and gain market share in the PWR market in partnership with major fuel fabricators

Advisory Services

- Build upon success with UAE as global model for nuclear power deployment
- Target governments/commercial entities in countries seeking to improve or build nuclear infrastructure
- Leverage Strategic Advisory Council and Technical Advisory Board to cultivate new relationships

Thorium Power, Ltd. has executable, well-defined strategies to address market opportunities

Operating/Corporate Highlights

Fuel Technology Milestones

- Successful completion of Lead Test Assembly Program Plan
- Completed conceptual PWR fuel assembly design
- Prepared long-term technology commercialization plan
- Legislative Initiatives
- Russian Branch

Advisory Services Milestones

- Entered into multiple five-year agreements to provide strategic advice for planning and implementation of nuclear energy with United Arab Emirates
- Target governments/commercial entities in countries seeking to improve or build nuclear infrastructure
- Abu Dhabi and UK Branch Offices

Thorium Power, Ltd. continues to successfully execute its corporate strategy as we strive to achieve our vision

Fuel Development in Detail

Fuel Development in Detail

Executive Overview – Fuel Designs

Proliferation resistance

- No weapons usable materials produced
- Reduced of political risk

Waste volume and storage time reduction

- Approx. 50% reduction of spent fuel volume
- Approx. 70% less spent fuel weight
- Approx. 90% reduction of long-term radio-toxicity of spent fuel

Supply flexibility

- Ability to utilize thorium reserves
- Mitigates fuel price volatility
- Reduces uranium supply risk

Summary of VVER Fuel Development Process

Phase I: Conceptual Design completed	• Define new product and economic feasibility • Develop project plan
Phase II: Preliminary Design completed	• Preliminary design and fabrication process and validation
Phase III: Detailed Design	• Detailed design and fabrication process and review
Phase IV: Full-Scale Product Testing & Validation	• Regulatory licensing of lead test assembly • Host reactor/fabrication and irradiation of lead test assemblies/examination after each cycle
Phase V: Commercial Implementation	• Regulatory licensing for commercial implementation • License fuel technology to commercial fuel fabricator • Commercial implementation in nuclear power plants

Fuel design foundation has been established; development moving toward regulatory licensing and product testing through 2017

VVER 1000 Fuel Design Overview – Phase I

Phase I: Conceptual Design Completed

- **Define New Product: Identify key fuel design criteria and generate one or more fuel design concepts that could meet the selected key fuel design criteria**
- **Perform Feasibility Study: Evaluate technical feasibility of the selected design concept and its ability to meet the design criteria**
- **Estimate Costs & Market: Define market potential and estimate preliminary fuel development costs**
- **Develop Project Plan: Formulate a preliminary project plan outlining key development activities, costs, and timelines**
- **Review Project Feasibility: Confirm project feasibility from a technical and commercial standpoint**

Conceptual design phase was completed at year-end 2001

VVER 1000 Fuel Design Overview – Phase II

Phase II: Preliminary Design Completed

- **Preliminary Design and Fabrication Process:**
  - **Develop preliminary fuel assembly design and conduct scoping tests to validate design parameters.**
  - **Develop preliminary fabrication process, establish a lab-scale fabrication facility, and fabricate initial fuel samples and mockups for testing.**
- **Validate Preliminary Design & Fabrication Process: Review preliminary design and fabrication process to validate selected design solutions and fabrication technology**

Preliminary design phase was validated and largely completed at year-end 2008

VVER 1000 Fuel Design Overview – Phase III

Phase III: Detailed Design

- **Detailed Design Process: Develop detailed fuel assembly design and conduct advanced testing in test facilities to validate detailed design parameters.**
- **Detailed Fabrication Process: Develop fabrication process for lead test assemblies and fabricate fuel samples and mockups for advanced testing in test facilities.**
- **Perform Detailed Design & Fabrication Process Review: Review detailed design and fabrication process to validate final design solutions and fabrication technology.**

Detailed design phase provides final product design documentation required for regulatory approval

VVER 1000 Fuel Design Overview – Phase IV

Phase IV: Full-Scale Product Testing & Validation

- **Regulatory Licensing for Lead Test Assemblies:** Official certification of fuel assembly design by a nuclear regulatory authority and clearance for lead test assembly testing
- **Fabrication of Lead Test Assemblies:** Fabrication and delivery of lead test assemblies to the host reactor site
- **Conduct Lead Test Assembly Testing:** Complete host reactor activities and conduct operation and post-irradiation examination of lead test assemblies in commercial reactor
- **Finalize Design & Fabrication Process Based on Performance Data:** Review fuel performance data based on post-irradiation examination of lead test assemblies and finalize design & fabrication process

Final product testing in a commercial reactor required for commercial implementation

VVER 1000 Fuel Design Overview – Phase V

Phase V: Commercial Implement-ation

- **Regulatory Licensing for Partial and Full Core Implementation: Official certification of fuel assembly design by a nuclear regulatory authority and clearance for partial and full core implementation in commercial nuclear power plants**
- **Establish Industrial Scale Manufacturing Facility: Institute industrial scale manufacturing facility for fabrication of fuel assemblies for partial and full core implementation in commercial nuclear power plants**
- **Fabricate and Deliver First Fuel Reload to Nuclear Power Plant: Fabricate and deliver fuel assemblies for fuel reload to the host reactor site**

Full commercialization achieved through licensing
of fuel technology in partnership with a major fuel fabricator

VVER-1000 Fuel Development Program: Baseline Program Schedule (1)

	1994-1997	1997-2000	2000-2003	2003-2006	2006-2009	2009-2012
Phase I – Conceptual Design:						
Technical Feasibility Study / VVER-1000						
Key Fuel Technologies & Reactor Design Compatibility						
Licensing Activities for Thorium Use						
Phase II – Preliminary Design:						
Preliminary Design – Mockups for Out of Reactor Testing						
Development of Fabrication Technology						
Fabrication of Sample Fuel Rods						
Capsule Irradiation of Fuel Samples in the Test Reactor						
Preliminary Design Analysis for Fuel Assembly						
Development of Lead Test Assembly Program						
Approximate Technology Development Costs by Phase*	**$1.8**	**$1.7**	**$1.7**	**$2.7**	**$2.1**	**$1.1**

*Includes corporate R&D expenditures and US government grants

Total Development Cost to Date: $10M

2009

VVER-1000 Fuel Development Program: Baseline Program Schedule (2)

	2009-2012	2012-2015	2015-2018	2018-2021
Phase III – Detailed Design:				
Loop Irradiation of Fuel Samples in the Test Reactor				
Detailed Design Analysis for Fuel Assembly				
Detailed Design – Mockups for Out of Reactor Testing				
Fabrication Process Design for Lead Test Assembly				
Phase IV – Full Scale Product Testing and Validation:				
Regulatory Licensing of Lead Test Assembly				
Host Reactor/Fabrication of Lead Test Assemblies/ Irradiation of Lead Test Assemblies/Examination After Each Cycle				
Phase V – Commercial Implementation:				
License Fuel Technology to Commercial Fuel Fabricator				
Establish Industrial Scale Fabrication Facility				
Regulatory Licensing for Commercial Implementation				
Commercial Implementation in Nuclear Power Plants				
Approximate Technology Development Costs by Phase*	$7.8	$6.1	$2.0	

*Includes estimated R&D expenditures for Thorium Power-led work

Activities led by Thorium Power

Activities led by the fuel fabricator

Estimated Future R&D Costs: $17M
($15.9M + $1.1M remaining from Phase II)

PWR Fuel Development Program: Baseline Program Schedule (1)

	2006-2008	2008-2010	2010-2012	2012-2014	2014-2016	2016-2018
Phase I – Conceptual Design:						
Technical Feasibility Study / PWR						
Estimate Costs & Market						
Develop Project Plan						
Phase II – Preliminary Design:						
Preliminary Design Analysis for Fuel Assembly						
Preliminary Fuel Fabrication Process Development						
Preliminary Design – Mockups for Out of Reactor Testing						
Fabrication of Sample Fuel Rods						
Capsule Irradiation of Fuel Samples in the Test Reactor						
Approximate Technology Development Costs by Phase*	$0.3	$0.7	$1.0	$1.2		

*Includes corporate R&D expenditures and US government grants

2009

Total Development Cost to Date: $1.3M

PWR Fuel Development Program: Baseline Program Schedule (2)

	2009-2010	2010-2012	2012-2014	2014-2016	2016-2018
Phase III – Detailed Design:					
Detailed Design Analysis for Fuel Assembly					
Loop Irradiation of Fuel Samples in the Test Reactor					
Detailed Design – Mockups for Out of Reactor Testing					
Fabrication Process Design for Lead Test Assembly					
Phase IV – Full Scale Product Testing and Validation:					
Regulatory Licensing for Lead Test Assembly					
Establish Pilot Fabrication Line for Lead Test Assembly					
Host Reactor/Fabrication of Lead Test Assemblies/ Irradiation of Lead Test Assemblies/Examination After Each Cycle					
Phase V – Commercial Implementation:					
License Fuel Technology to Commercial Fuel Fabricator					
Establish Industrial Scale Fabrication Facility					
Regulatory Licensing for Commercial Implementation					
Commercial Implementation in Nuclear Power Plants					
Approximate Technology Development Costs by Phase*	$0.1	$5.0	$12.6	$0.5	$0.9

*Includes estimated R&D expenditures for Thorium Power-led work

Activities led by Thorium Power

Activities led by the fuel fabricator

Estimated Future R&D Costs: $23.7M ($21.5M + $2.2M remaining from Phase II)

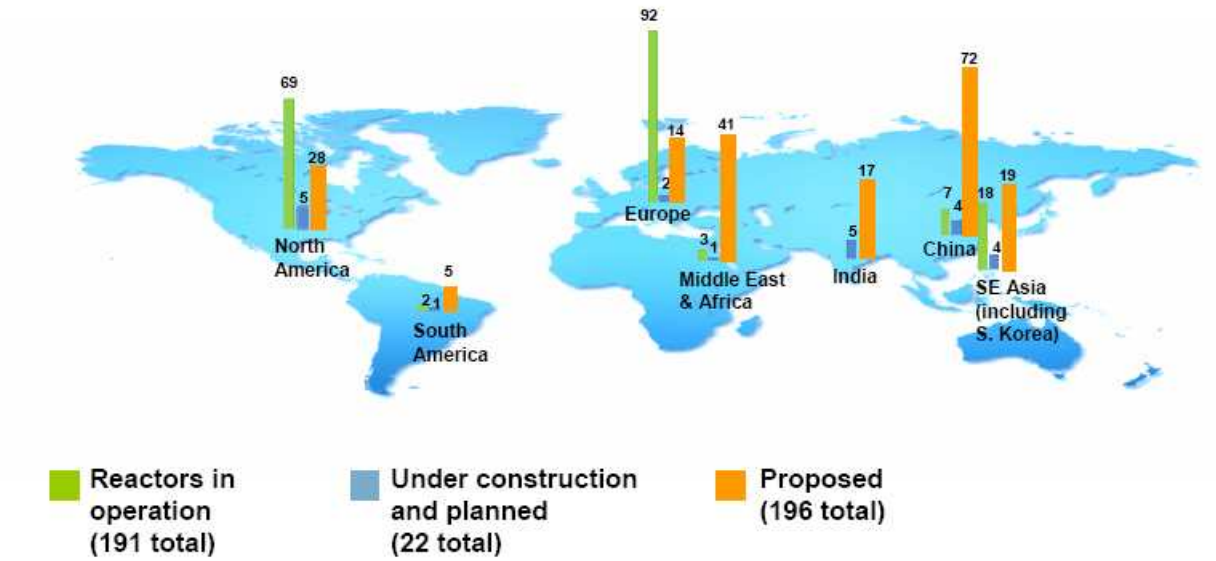
Addressable VVER Fuel Market (India Market Only)

	A	B	C	D	E	F
1	Forecasted PWR Opportunities	Total # of Units	Total Annualized Fuel Market Value*	Market Share Assumptions	Thorium Baseline Annualized Fuel Spend	Thorium Power Baseline Annual Licensing Revenue**
2	Existing / Under Construction Reactors	2	$ 80 M	0% – 50%	$ 0M – $ 40 M	$ 0M – $ 2M
3	Planned Reactors	4	$ 160 M	25% – 50%	$ 40M – $ 80 M	$ 2M – $ 4M
4	Proposed Reactors	4	$ 160 M	25% – 50%	$ 40M – $ 80 M	$ 2M – $ 4M
5	**Totals**		**$ 400 M**		**$ 80M – $ 200 M**	**$ 4 M- $ 10M**

* Assumes $40M annualized fuel spend per year per reactor
** Assumes Thorium Power revenues are 5% of customers annualized fuel spend through licensing contracts

Success in India's nuclear market would validate our fuel designs and positions Thorium Power, Ltd. to capture greater opportunities in the PWR market

Global PWR Market



* Does not include VVER reactors
** Eastern Europe (including Russia) and Japan are not considered significant target market segments for insertion of Thorium fuel into "Western-style" PWRs at this time. source: World Nuclear Association

To meet worldwide energy demand requires clean, reliable nuclear energy that also addresses proliferation and waste concerns

Addressable PWR Fuel Market

	A	B	C	D	E	F
	Forecasted PWR Opportunities	Total # of Units	Total Annualized Fuel Market Value*	Market Share Assumptions	Thorium Baseline Annualized Fuel Spend	Thorium Power Baseline Annual Licensing Revenue**
1	Existing / Under Construction Reactors	195	$ 7.8 B	5% – 10%	$390M – $780M	$ 20M – $ 39M
2	Planned Reactors	37	$ 1.5 B	5% – 15%	$ 74M – $ 222M	$ 4M – $ 11M
3	Proposed Reactors	122	$4.9 B	10% – 20%	$488M – $976M	$ 24M – $ 49M
4	**Totals**		**$ 14.2 B**		**$ 952M – $ 2.0B**	**$ 48M – $ 99M**

* Assumes $40M annualized fuel spend per year per reactor
** Assumes Thorium Power revenues are 5% of customers annualized fuel spend through licensing contracts

PWR market represents greatest market opportunity for Thorium Power, Ltd. and fabrication partner

Advisory and Consulting Services

Advisory Services Core Strengths

Unbiased Advice and Strategic Planning

- Experienced team of nuclear professionals
- Comprehensive design for nuclear program and related infrastructure

Program Assessment

- Technology analysis and site-specific adaptability
- Contractor, materials, and equipment evaluation

Regulatory Compliance

- State-of-the-art nuclear regulatory program design
- Regulatory best practice implementation

Thorium Power, Ltd. provides an unrivaled team of expert analysts and industry practitioners to work with clients establishing a nuclear power program

Legislative Overview

Key Legislation – Supportive Government Action

Reid-Hatch Thorium Energy Independence and Security Act of 2008

- Thorium Action Group
  - Thorium Power, Westinghouse, GE
- Benefits of the Bill
  - U.S. government support of Thorium-based nuclear fuel development
  - Provides for necessary research and licensing funding
  - Increases international cooperation

Global 123 Agreements

- UAE
- India
- Benefits of 123 Agreements
  - Bilateral U.S. government support for a country's civilian nuclear energy program
  - Provides presumptive legal authorization to conduct business
  - Levels competitive environment with foreign nuclear service and technology providers

Global government policies moving favorably towards Thorium Power, Ltd.'s vision and mission

Financial Overview

2008 Financial Results – Income Statement

($000, except per share amounts)	For years ended December 31, 2008	2007
Total Revenue	$22,220	$ —
Cost of Consulting Services Provided	11,089	—
Gross Margin	11,131	—
Total Operating Expenses	14,174	11,761
Operating Loss	(3,042)	(11,761)
Net Loss	(2,859)	(11,453)
Net Loss per Common Share and Diluted	$(0.01)	$(0.04)
Weighted Average Number of Shares Outstanding for the Period Used to Compute per Share Data	300,071	296,667

2008 Financial Results – Balance Sheet

As of December 31, 2008 ($000)

Cash and cash equivalents	$	5,580
Total Current Assets	$	11,982
Total Assets	$	12,467
Total Current Liabilities	$	5,139
Total Liabilities	$	5,139
Total Stockholders' Equity	$	7,308
Total Liabilities and Shareholders Equity	$	12,467

Clean capital structure with no debt

Corporate Initiatives

2009 Corporate Initiatives – Senior Exchange

- Goal
  - List on a senior exchange
- Become accessible to a wider audience of investors
  - Mutual funds
  - Exchange traded funds
  - Industry indices (i.e., WNA Nuclear Index)
- Timing planned around market conditions and corporate events for second half 2009
  - Management has shareholder consent for reverse split to facilitate a listing until December 12, 2009

Broader Market Following

2009 Corporate Initiatives – Lightbridge

- Company's mission is bigger than "thorium"
  - Safe, clean and responsible nuclear power
- Corporate evolution
  - More than fuel; more than thorium
- Branding program will help the Company enhance its corporate reputation and energize stakeholders
- Second half 2009 event to coincide with senior exchange listing

Lightbridge

Lightbridge brand reflects our broadened capabilities and unique mission

Conclusion

Nuclear Energy for the 21st Century

- World class technology and advisory services to provide clean, safe, non-proliferative nuclear generation

- New, untapped, readily available source of energy – Thorium
  - Reduced reliance on Uranium

- Comprehensive technology development and commercialization strategy
  - Only developer of advanced nuclear fuels that address proliferation and waste

- Experienced management and technology team

Uniquely positioned nuclear solutions company

Q&A