

ASX ANNOUNCEMENT

29 April 2010

Thundelarra Exploration Ltd
ABN 74 950 465 654
ACN 085 782 994

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THUNDELARRA EXPLORATION

SECOND QUARTER ACTIVITY & CASHFLOW REPORT FOR THE QUARTER ENDING 31 MARCH 2010

HIGHLIGHTS

URANIUM EXPLORATION

- High definition radiometric survey generates significant new targets at Hayes Creek
- Surface assessment of new Hayes Creek targets produces assays of up to 17.6% U₃O₈
- Planning and approval finalised for major drilling campaigns at Thunderball, Corkscrew and Bella Rose prospects
- Inaugural drilling program underway in the Ngalia Basin
- 35,000 drill metres planned for Northern Territory uranium projects in 2010

BASE METALS

- Rights to majority interests in several new Doolgunna tenements secured
- Includes 60% interest in granted mining lease M57/597 – 500m from SFR's DeGrussa deposit
- Historic drilling includes:
 - 7m at 7.25% Cu and 1.09g/t Au from 20m to EoH
 - 7.6m at 6.28% Cu from 7.6m to EoH
 - 16.7m at 1.84% Cu from surface
- Several RC holes intersect native copper in initial drilling at the Azura Prospect in the East Kimberley

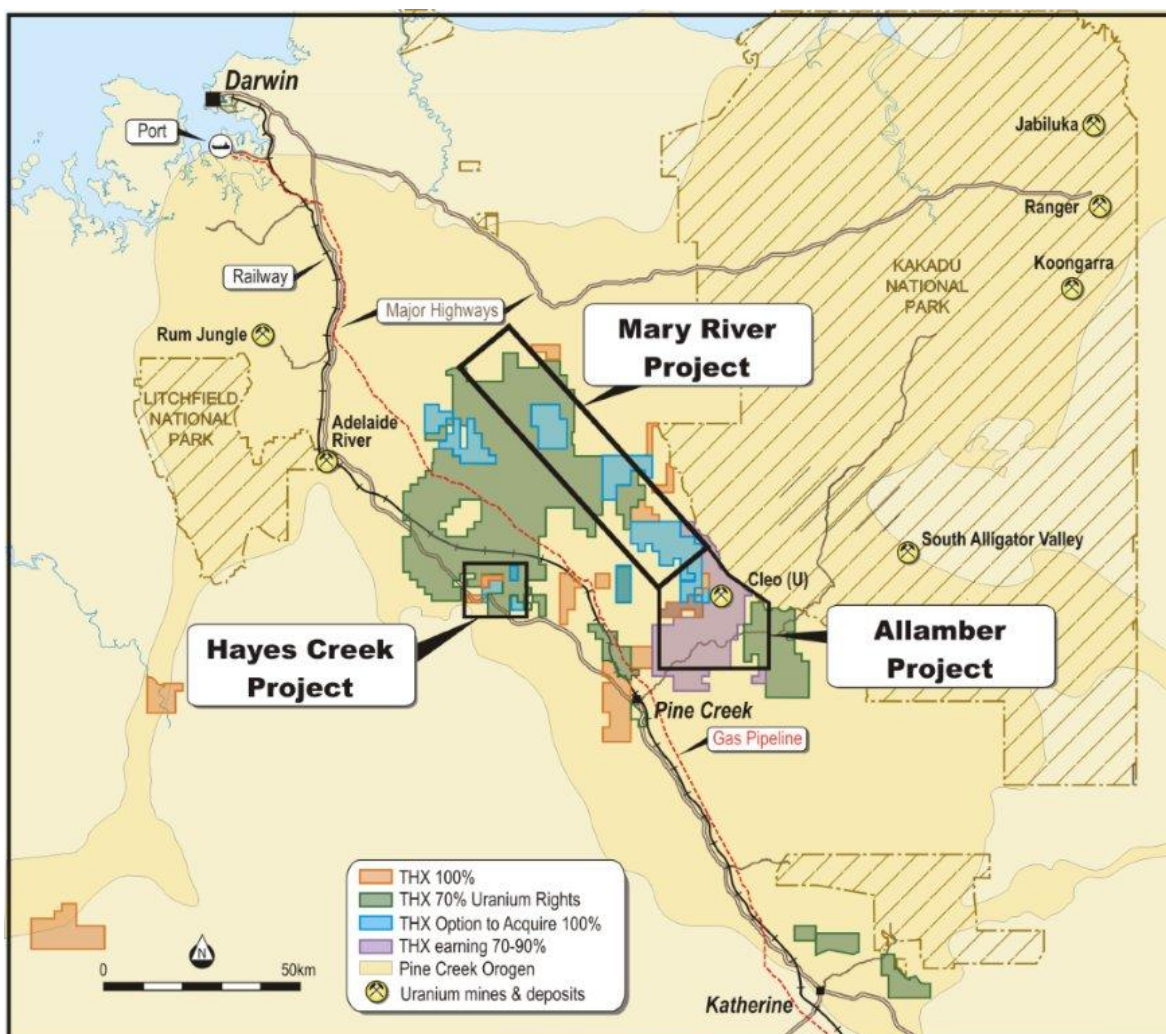
CORPORATE

- Demerger of base metals exploration projects planned through listing of Trilogy Metals Limited
- Thundelarra shareholders to retain majority interest in Trilogy through in-specie distribution and priority allocation in the IPO
- Thundelarra had \$24.3 million on-hand at quarter end

URANIUM NORTHERN TERRITORY

PINE CREEK OROGEN

Figure 1: Pine Creek Regional Map



Hayes Creek Project

During the March 2010 quarter and over the summer monsoon period, the following activities were conducted at the Hayes Creek Project area:

- the detailed assessment of new radiometric anomalies generated by the 25 metre line spaced airborne survey completed in December 2009,
- the compilation of the detailed structural map of the project area at 1:25,000 scale integrating all available geophysical and geological datasets,
- SRK Consulting completed a detailed structural model of the Thunderball prospect,
- the planning of the initial phase of reverse circulation (RC) and diamond drilling at the Thunderball and three other prospect areas,
- the submission and subsequent acceptance of a Mine Management Plan to allow for the immediate commencement of drilling once rain subsides and ground access is possible.

The detailed low level radiometric and magnetic survey not only located all radiometric anomalies previously identified by Thundelarra but it also defined a number of new and significant anomalies. A total of fourteen priority radiometric target areas are now identified within the 225 square kilometre Hayes Creek Project and all targets will be assessed during the 2010 field season.

Figure 2: Corkscrew Prospect

One of the first new radiometric anomalies visited was near the Corkscrew Prospect, where three rock float boulders were collected from colluvium within a 100 metre linear zone of strong surface radioactivity, 500 metres east of where a 2.3% U_3O_8 boulder was discovered in 2009 (Figure 2). Individual samples from this zone assayed 9,843ppm, 3,610ppm and 1,083ppm U_3O_8 respectively. Secondary uranium minerals were visible in all three samples.

A single float boulder collected from drainage a short distance downstream assayed a spectacular 17.6% U_3O_8 . This is the highest grade surface sample obtained from the Hayes Creek Project, which hosts the Thunderball uranium discovery. In comparison, surface sampling at Thunderball peaked at 2,736ppm U_3O_8 (<0.3% U_3O_8). Drilling at Thunderball has now intersected up to 20.3% U_3O_8 .

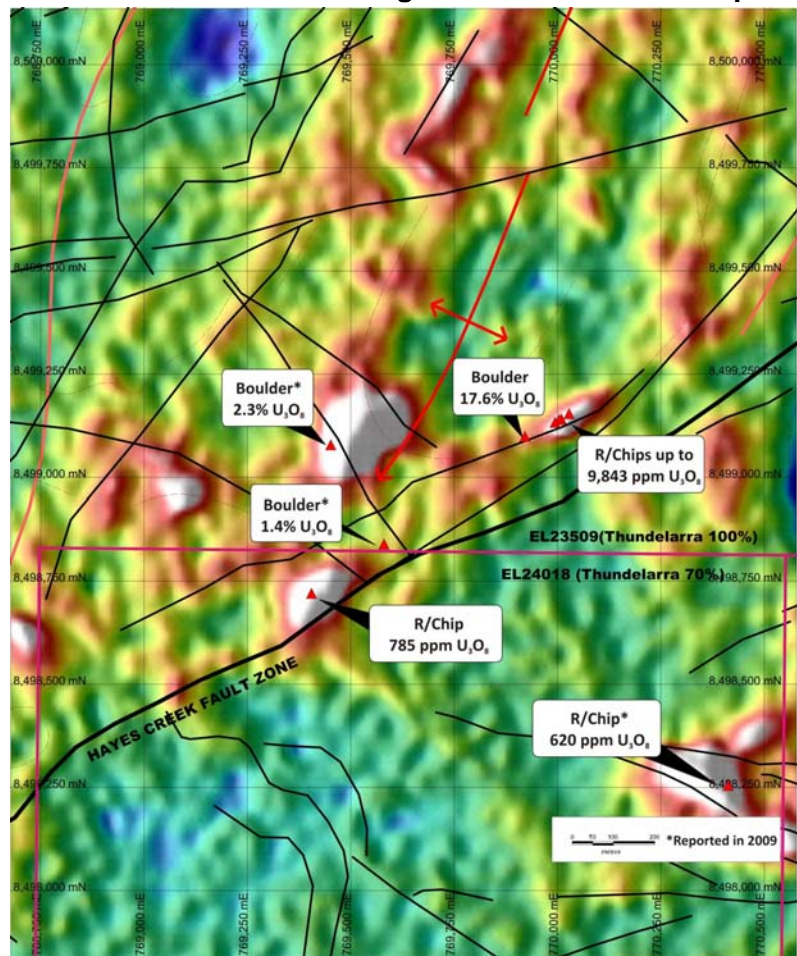
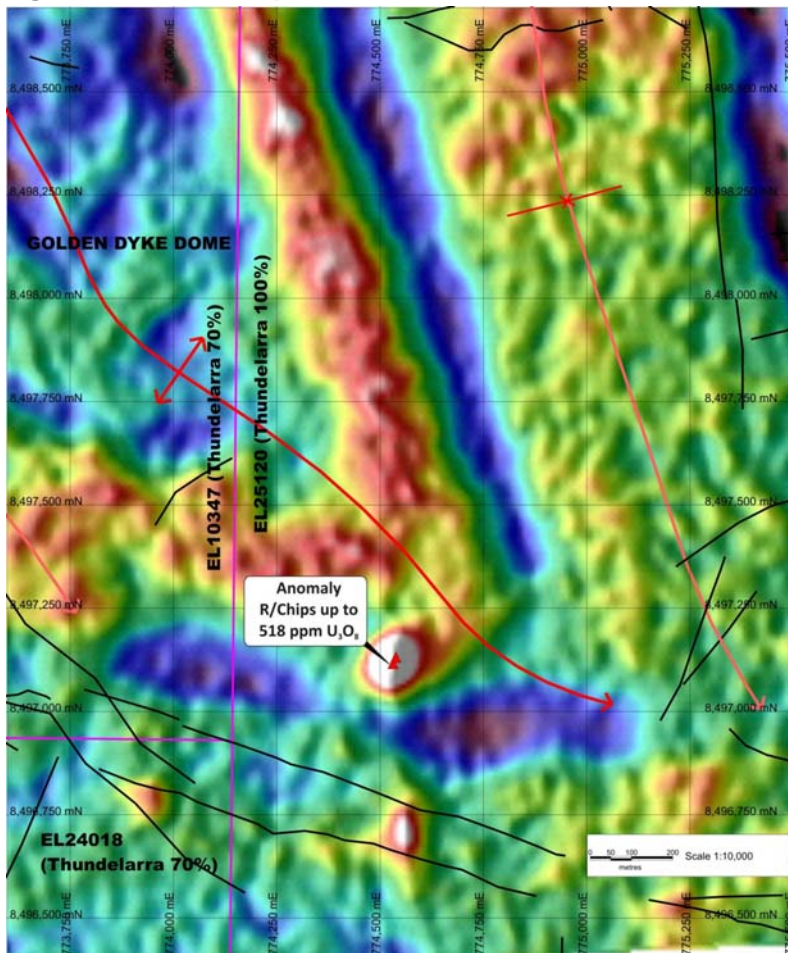


Figure 3: HC5 Prospect



Approximately five kilometres east of Corkscrew at a new prospect designated HC5 (Figure 3) two rock-chip samples taken from sheared ferruginous sediment outcrop assayed 423 and 518ppm U_3O_8 . This anomaly is situated near the closure of a south east plunging anticline in a structural setting similar to Thunderball.

Sample details are presented in Table 1 over page with prospect locations shown in Figure 4.

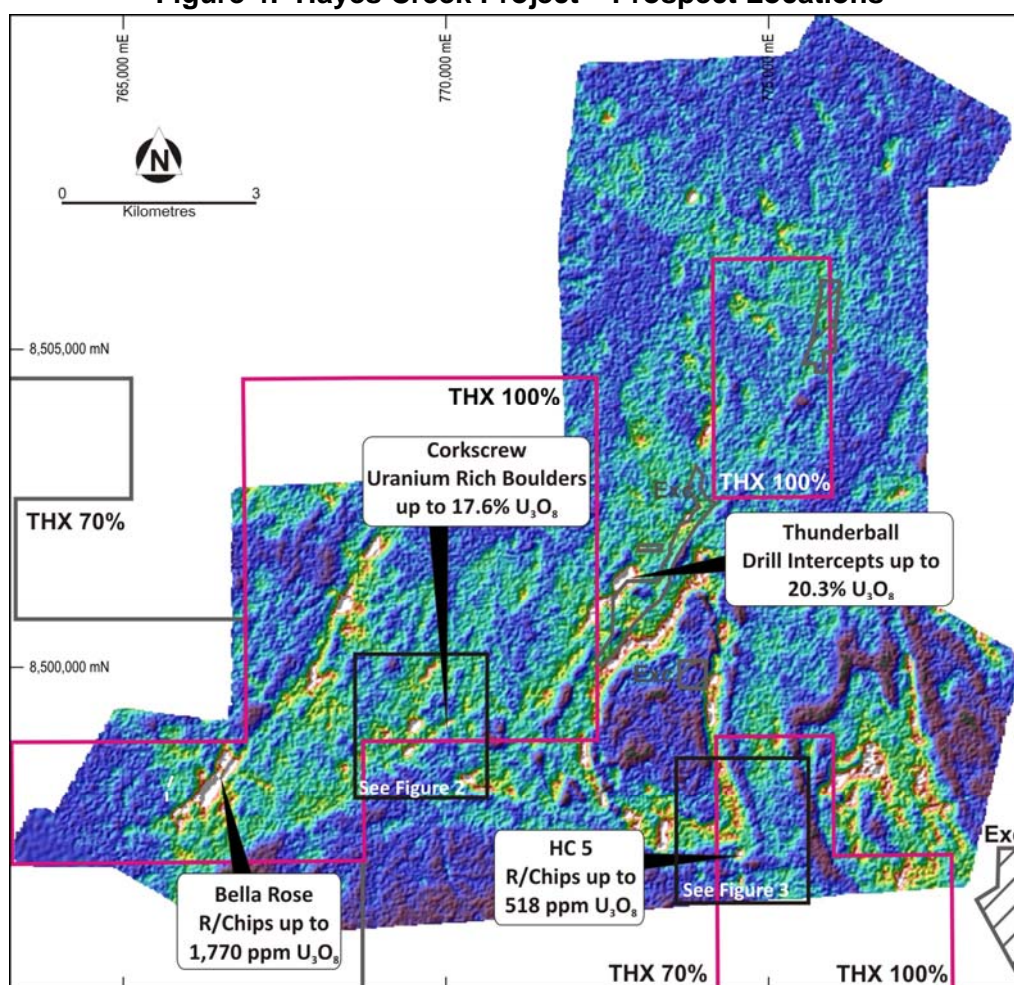
Table 1: Hayes Creek Project Surface Sampling Results

Sample ID	Tenement	Easting	Northing	U ₃ O ₈
TK653601	EL23509	770009	8499141	1,083 ppm
TK653603	EL23509	770003	8499140	3,610 ppm
TK653604	EL23509	769994	8499133	9,843 ppm
TK653605	EL24018	769405	8498720	785 ppm
TK653606	EL25120	774531	8497116	413 ppm
TK653607	EL25120	774538	8497131	518 ppm
TK653612	EL23509	769921	8499099	17.6%

Datum is MGA GDA94 Zone 52

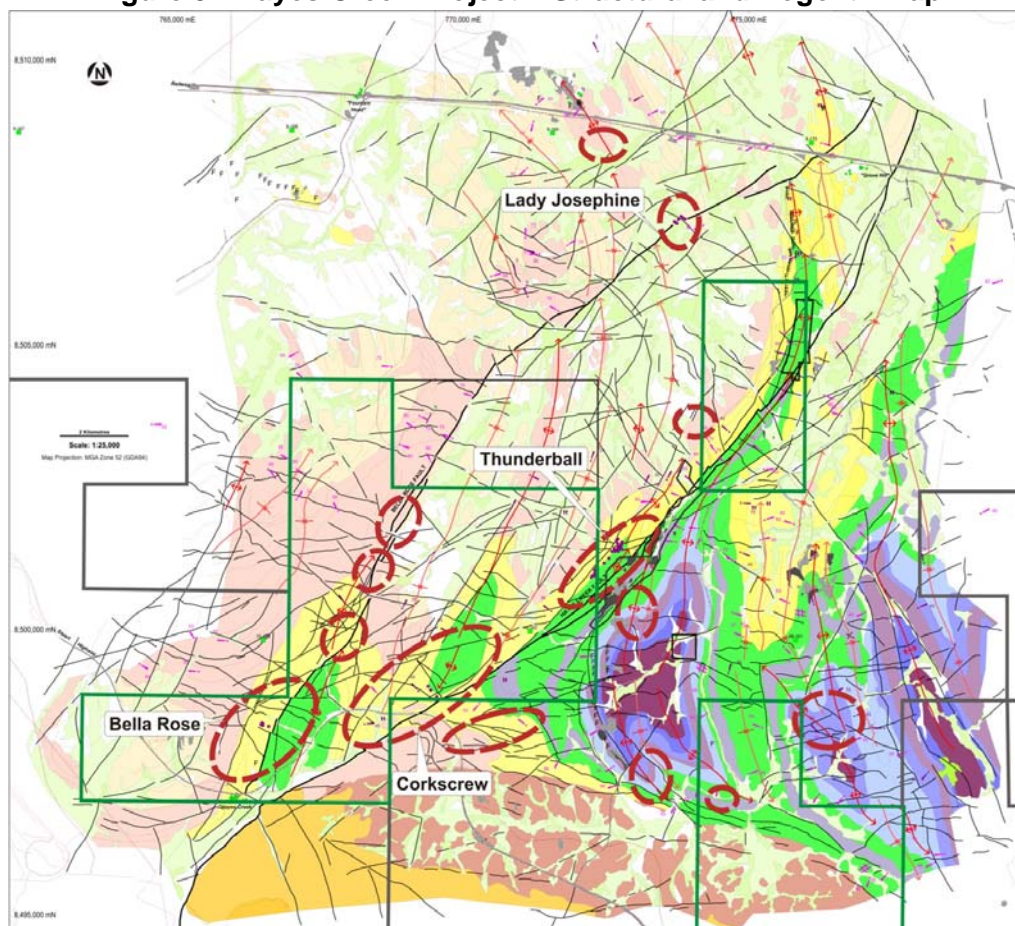
Note that Thundelarra generally reports uranium grades in ppm (parts per million) except where grades exceed 10,000 ppm in which case percentages are used. A comparative grade in lbs/t (pounds per tonne) is sometimes also quoted to provide a ready conversion into dollar values as uranium prices are expressed in US\$ per pound. 1,000 ppm = 0.1% = 2.2 lbs/t.

Thundelarra holds 100% of EL23509 and EL25120 and a 70% interest in the uranium rights on EL24018 in joint venture with Crocodile Gold Australia Pty Ltd.

Figure 4: Hayes Creek Project – Prospect Locations

The 1:25,000 structural and regolith map (Figure 5) compiled by consultant, Barry Cotton, clearly shows that nine of the fourteen target areas are located on anticlinal axes with the main prospects located on the Thunderball, Corkscrew and Bella Rose anticlines. The other targets are all located on well defined shears and fault zones. The regolith (soil) map is used to define areas where radiometrics, either ground or airborne, is ineffective. It is important to note that twenty centimetres of transported soil cover will mask any bedrock radiometric signature.

Figure 5: Hayes Creek Project – Structural and Regolith Map



SRK Consultants were commissioned to undertake a detailed structural study of the Thunderball prospect in order to improve the understanding of structural controls on uranium mineralisation and to provide a 3D geological model for drill targeting.

A 12-day site visit was conducted which focussed on mapping structures in outcrop and drill core. This was followed by map and cross section compilation, 3D modelling and drill targeting and reporting. The SRK study has shown that uranium mineralisation at Thunderball occurs on a north plunging anticlinal axis and possibly associated with axial planar fault zones. The mineralisation itself occurs as two separate horizons sitting in brittle-ductile shears within tuffaceous shales and siltstones of the Gerowie Tuff Formation and the overlying carbonaceous shales of the Mt Bonnie Formation.

Thundelarra has planned approximately 70 RC holes for 9,000 metres of drilling representing the first stage of the 2010 drilling program in the Hayes Creek Project area. At Thunderball initial drilling is planned to test the down plunge extension of the mineralisation. A follow up program is also planned to test for mineralisation associated with the as yet untested eastern limb of the anticline and further testing of the western limb. These programs will be followed by a resource definition drilling program using RC pre-collars and diamond tails through the zones of high grade mineralisation.

At Corkscrew, a 20 hole program is planned to test the 1 kilometre strike of the surface radiometric anomaly focusing on the areas where recent sampling returned high grade results. The possible source zone for the 17.6% U₃O₈ boulder will be tested during this program. A more extensive follow-up program incorporating diamond drilling is envisaged pending the outcome of the initial program.

At the Bella Rose prospect, the 20 hole program will commence the assessment of the 1.4 kilometre long surface radiometric anomaly. Bella Rose has many geological, structural and radiometric similarities to Thunderball and has the potential to host significant, but blind, uranium mineralisation within the units of the Gerowie Tuff Formation.

The drilling program is expected to commence by the end of April and given some success, will continue until the close of the field season in early December 2010. Thundelarra has a budget in place to carry out at least 25,000 metres of drilling in the Pine Creek Project area in 2010.

Mary River Project

The newly named Mary River Project consists of several exploration licences and extends north west from Thundelarra's Allamber Project along the eastern side of the Pine Creek Project area. The Allamber Project hosts the Cleo uranium resource (1,409,000 tonnes grading 304 ppm U₃O₈ Thundelarra Annual Report 2009). These tenements are prospective for uranium mineralisation associated with carbonaceous shales, dolomitic horizons and the numerous intrusive granites of the Cullen Batholith.

Thundelarra has commenced the systematic capture and compilation of all relevant historical exploration data in the extensive project area. This data will be used to plan field programs expected to commence in June or early July depending on road conditions.

NGALIA BASIN

During the quarter, Thundelarra commenced its mud rotary/diamond drilling program on the Ngalia project. Ngalia will be the focus of a significant and sustained drilling program in 2010 with the objective of discovering a large economic uranium resource within the sandstones of the Mt Eclipse Formation (Bigrlyi style) and/or in palaeo-channels within the overlying Tertiary sedimentary sequence (Beverley style).

By quarter end three holes had been completed for a total of 426 metres with all holes successfully reaching target depth. No significant uranium mineralisation was intersected but prospective coarse reduced sandstones were observed. Drilling is continuing.

A 100 metre spaced, 9,463 line kilometre airborne magnetic and radiometric survey was conducted over the project area during the quarter. Final results from this survey will be available early May 2010.

URANIUM WESTERN AUSTRALIA

Kennedy Range

A detailed ground radiometric survey was conducted over the Munaballya Well North prospect at Kennedy Range during the quarter. Final results will be available in early May 2010.

BASE METALS

Doolgunna

Post quarter end Thundelarra executed a legally binding Option Agreement with Mr Bill Richmond and Kallenia Mines Pty Ltd whereby the Company has the option to earn majority interests in Mining Lease M52/597 (Red Bore) and six Exploration License Applications (Yerrida) in the Doolgunna region of Western Australia.

Red Bore is located 500m east of Sandfire Resources NL's DeGrussa discovery (initial resource 7.13 million tonnes at 5.2% copper and 1.9 g/t gold) (Figure 6). The acquisition complements Thundelarra's existing holdings in the area and is 2.5 kilometres south of the Company's 100% owned ELA52/2402.

Red Bore hosts a base metals gossan within Narracoota Volcanics where shallow drilling has intersected significant DeGrussa style copper and gold mineralisation, untested at depth.

The Red Bore prospect was explored by WMC (1969-1971) and Great Australian Resources NL (1987) with significant mineralisation intersected in 5 of the 9 reported holes as detailed in Table 2 below.

Table 2: Red Bore Prospect Historic Drill Results

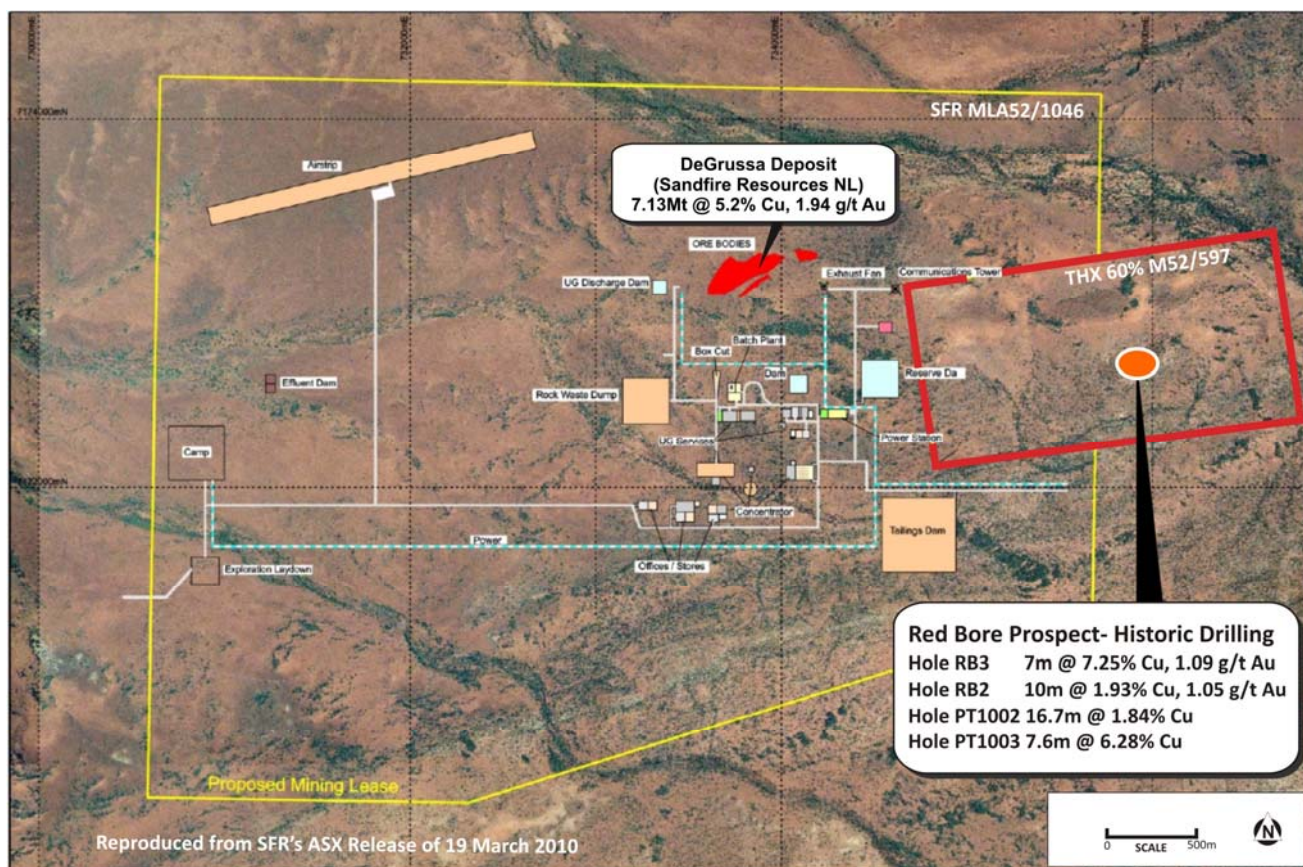
Hole	Location (MGA z50 GDA94)	Azimuth/Dip	Final Depth	Intercept
PT1001	735942E 7172509N	vertical	12.1m	4.5m @ 1.08% Cu from surface
PT1002	735942E 7172504N	vertical	22.8m	16.7m @ 1.84% Cu from surface
PT1003	735939E 7172504N	vertical	15.2m	7.6m @ 6.28% Cu from 7.6m to EOH
MTP1	735966E 7172529N	205°/ -60°	59.4m	NSR
MTP2	735947E 7172489N	205°/ -60°	27.4m	NSR
MTP3	735944E 7172517N	025°/ -70°	16.7m	NSR
RB1	735952E 7172508N	202°/ -60°	30m	2m @ 0.57% Cu, 0.5g/t Au from surface
RB2	735940E 7172515N	193°/ -60°	28m	10m @ 1.93% Cu, 1.05g/t Au from 16m
RB3	735928E 7172520N	199°/ -60°	27m	7m @ 7.25% Cu, 1.09g/t Au from 20m to EOH

Note – WMC drilling (PT1001-3, MTP1-3) is by percussion methods, Great Australian Resource drilling (RB1-3) by Rotary air blast (RAB) methods. NSR = no significant results. WMC did not assay for gold.

The following key terms apply to Red Bore:

- In exchange for payment of a \$150,000 option fee, Thundelarra has been granted a six month option over the right to earn a 60% interest in granted Mining Lease M52/597
- Exercise of the option is conditional on certain matters including the Yugunga Nya Native Title Claim Group consenting to Thundelarra earning the interest
- Upon exercising the option Thundelarra must procure Trilogy to issue 2,000,000 \$0.20 Trilogy shares to Richmond or issue Thundelarra shares of an equivalent value and promptly commence exploration on the tenement seeking to define a JORC compliant resource within two years in order to earn the 60% interest
- After earning the 60% interest Thundelarra will free carry Richmond through to a decision to mine
- If a decision to mine is made, Thundelarra will procure funding for Richmond's 40% share of mine establishment costs to be repaid from Richmond's share of operating revenue
- Each party has rights of pre-emption in relation to the transfer of the other party's interest in the tenement

Figure 6: Red Bore Tenement Relative to Sandfire Resources NL's DeGrussa Deposit



The following key terms apply to Yerrida:

- In exchange for payment of a \$100,000 option fee, Thundelarra has been granted a six month option over the right to earn an 80% interest in Exploration License applications E51/1418, E51/1357, E51/1358, E51/1359, E51/1280 and E51/1281.
- Drill Gold Pty Ltd currently have a 50% interest in E51/1280 and E51/1281 and the option over these two tenements is conditional on obtaining Drill Gold's consent for Thundelarra to farm-in.
- Upon exercising the option Thundelarra must procure Trilogy to issue 500,000 \$0.20 Trilogy shares to Richmond or issue Thundelarra shares of an equivalent value.
- Thundelarra must sole fund \$300,000 of exploration expenditure on the tenement in order to earn the 80% interest.
- After earning the interest Thundelarra will free carry Richmond through to a decision to mine.
- If a decision to mine is made, Thundelarra will procure funding for Richmond's 20% share of mine establishment costs to be repaid from Richmond's share of operating revenue.
- Thundelarra will pay Richmond a 3.5% gross production royalty on Thundelarra's share of revenue from uranium and industrial minerals derived from the Yerrida tenements.
- Each party has rights of pre-emption in relation to the transfer of the other party's interest in the tenements.

Copernicus Open Pit

The open pit mine remains on care and maintenance pending a sustained improvement in the A\$ nickel price. The open pit and associated infrastructure are fully developed, and are in a state that will enable mining to recommence at short notice.

East Kimberley JV (Panoramic earning 61%)

During the quarter, a nine-hole RC drill program (1,564m) was completed on the Azura native copper prospect. Native copper mineralisation was observed in several holes. Assay samples from the program have been shipped to Perth for analysis.

The airborne gravity survey over the East Kimberley JV tenements, including the areas of Sophie Downs and Lamboo, was completed during the quarter. Data processing and interpretation, including fully constrained magnetic and gravity inversion models is underway. It is anticipated that the constrained models together with other geological and geophysical data will form the basis of new drilling programs to test prospective nickel sulphide targets in 2010/11.

CORPORATE

Base Metals Demerger

On April 15th Thundelarra announced that it is proposing to demerge its base metals exploration properties in order to cement the Company as a focused uranium explorer and developer. Thundelarra will retain its 40% interest in the Copernicus nickel mine which is managed by joint venture partner Panoramic Resource Limited.

The assets to be demerged include:

- Thundelarra's interests in the East Kimberly Exploration joint ventures, subject to rights of first refusal not being exercised by joint venture partners
- The wholly owner Rosewood copper project in the East Kimberley
- The wholly owned Pyramid VMS base metals prospect in the West Pilbara
- The wholly owned and recently acquired Doolgunna copper/gold prospects

The base metals assets will be assigned to wholly owned subsidiary Trilogy Metals Limited in exchange for Trilogy shares. It is intended that Thundelarra will undergo a reduction in capital by distributing in-specie to its shareholders at least 80% of the Trilogy shares received as consideration for the base metals assets. This will require the approval of Thundelarra shareholders at a General Meeting. Further details regarding the in-specie distribution will be provided once finalised.

Trilogy will undertake an initial public offering and seek listing on the ASX in conjunction with the demerger process. It is anticipated that Trilogy's IPO will raise in the order of \$10 million and that a priority offer will be made to Thundelarra shareholders.

Trilogy shares received by Thundelarra shareholders through the in-specie distribution are likely to be held in escrow for a period of one year, except for directors of Thundelarra whose Trilogy allocation is likely to be escrowed for two years. Trilogy shares acquired through the IPO will be readily tradeable by all holders upon Trilogy listing.

A prospectus for the IPO is expected to be lodged in the next 2 months (subject to regulatory compliance and market conditions). Any person wishing to apply for shares in Trilogy may only do so by completing an application form which will accompany the IPO prospectus. The IPO prospectus will be made available following lodgement on a website to be created by Trilogy.

The details contained in this report that pertain to ore and mineralisation is based upon information compiled by Mr Brian Richardson, a full-time employee of the Company. Mr Richardson is a Member of the Australasian Institute of Mining and Metallurgy (AUSIMM) and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the December 2004 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code). Mr Richardson consents to the inclusion in this report of the matters based upon his information in the form and context in which it appears.

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98.

Name of entity

THUNDELARRA EXPLORATION LTD

ACN

085 782 994

Quarter ended ("current quarter")

31 MARCH 2010

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (6 months) \$A'000
1.1 Receipts from product sales and related debtors	-	618
1.2 Payments for		
(a) exploration and evaluation	(518)	(1,612)
(b) development	-	-
(c) production	-	-
(d) administration	(535)	(1,240)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	442	473
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other – UMC transaction fees	-	(200)
Net Operating Cash Flows	(611)	(1,961)
Cash flows related to investing activities		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments	-	(123)
(c) other fixed assets	(71)	(87)
1.9 Proceeds from sale of:		
(a) prospects	-	-
(b) equity investments	-	25,176
(c) other fixed assets	-	4
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.12 Other – Redemption of security deposits	-	-
- Placement of security deposits	(179)	(239)
- Payment for intangibles	(10)	(11)
Net investing cash flows	(260)	24,720
1.13 Total operating and investing cash flows (carried forward)	(871)	22,759

Appendix 5B
Mining exploration entity quarterly report

Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	11	563
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other – share issue costs	-	-
	Net financing cash flows	11	563
Net increase (decrease) in cash held		(880)	23,322
1.20	Cash at beginning of quarter/year to date	25,118	936
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	24,258	24,258

Payments to directors of the entity and associates of the directors
Payments to related entities of the entity and associates of the related entities

		Current quarter \$A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	229
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Thundelarra's financial year is from the period 1 October 2009 to 30 September 2010.

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

Not Applicable

- 2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

Not Applicable

Financing facilities available

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	-	-
3.2 Credit standby arrangements	-	-

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	1,500
4.2 Development	-
Total	1,500

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	82	900
5.2 Deposits at call	24,176	24,218
5.3 Bank overdraft	-	-
5.4 Other (bank guarantees)	-	-
Total: cash at end of quarter (item 1.22)	24,258	25,118

Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter	
6.1	Interests in mining tenements relinquished, reduced or lapsed	Kennedy South	E09/1573	100%	Nil
6.2	Interests in mining tenements acquired or increased	Little River	EPM17591	Nil	100%
		Jigsaw	EL27363	Nil	100%
		Nellie Creek	EL27364	Nil	100%
		Mt Saunders	EL27365	Nil	100%

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1	Preference +securities (description)	-	-	-
7.2	Changes during quarter			
	(a) Increases through issues	-	-	-
	(b) Decreases through returns of capital, buy-backs, redemptions	-	-	-
7.3	+Ordinary securities	145,560,131	145,560,131	-
7.4	Changes during quarter			
	(a) Increases through issues	50,000	\$0.39	-
		4,568	\$0.20	-
	(b) Decreases through returns of capital, buy-backs	-	-	-
7.5	+Convertible debt securities (description)	-	-	-
7.6	Changes during quarter			
	(a) Increases through issues	-	-	-
	(b) Decreases through securities matured, converted	-	-	-

Appendix 5B
Mining exploration entity quarterly report

7.7	Options <i>(description and conversion factor)</i>			<i>Exercise price</i>	<i>Expiry date</i>
		8,893,377	8,897,945	\$0.20	29/03/2013
		1,000,000	-	\$0.50	31/05/2010
		1,000,000	-	\$0.68	31/05/2011
		360,000	-	\$0.52	30/06/2011
		3,500,000	-	\$0.45	30/11/2010
		350,000	-	\$0.47	31/12/2011
		4,250,000	-	\$0.50	28/02/2013
		350,000	-	\$0.39	03/04/2011
		440,000	-	\$0.52	30/06/2012
		350,000	-	\$0.11	31/12/2012
		4,250,000	-	\$0.20	26/02/2014
		910,000	-	\$0.32	30/09/2012
		6,750,000	-	\$0.64	25/02/2015
7.8	Issued during quarter	6,750,000	-	\$0.64	25/02/2015
7.9	Exercised during quarter	50,000	50,000	\$0.39	03/04/2011
		4,568	4,568	\$0.20	29/03/2013
7.10	Expired during quarter	200,000	-	\$0.55	28/02/2010
		1,500,000	-	\$0.50	28/02/2010
7.11	Debentures <i>(totals only)</i>	-	-		
7.12	Unsecured notes <i>(totals only)</i>	-	-		

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Law or other standards acceptable to ASX (see note 4).
- 2 This statement does give a true and fair view of the matters disclosed.



Sign here:
(Director /Company Secretary)

Date: 29 April 2010

Print name: FRANK DE MARTE

Notes

- 1 The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- 3 **Issued and quoted securities** the issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- 4 The definitions in, and provisions of, *AASB 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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