

NOTICE UNDER ASIC CLASS ORDER

Thundelarra Limited ACN 085 782 994 (**Company**) is proposing to conduct a non-underwritten Share Purchase Plan offer. The offer to subscribe for new shares being made under the Share Purchase Plan will result in the issue of a maximum of 69,582,000 new shares at an issue price of \$0.034 each which would raise a maximum of \$2,365,788 million. The funds raised will be used to fund ongoing exploration expenditure to evaluate viable geological targets at the Company's Allamber, Sophie Downs, Curara Well, Copperfield and other projects as required, pay costs of the capital raising, pay costs associated with the Red Bore dispute and general working capital requirements.

Pursuant to ASIC Class Order [CO 09/425], the Company hereby states:

1. The Company will offer fully paid ordinary shares in the capital of the Company (**New Shares**) for issue without disclosure to investors under Part 6D.2 of the Corporations Act 2001 (Cth) (**Act**).
2. The Company is giving this notice under ASIC Class Order [CO 09/425].
3. As at the date of this notice, the Company has complied with:
 - (a) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (b) section 674 of the Act.
4. As at the date of this notice there is no information:
 - (a) that has been excluded from a continuous disclosure notice in accordance with the ASX Listing Rules; and
 - (b) that investors and their professional advisers would reasonably require for the purpose of making an informed assessment of:
 - (i) the assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or
 - (ii) the rights and liabilities attaching to the New Shares.