

Thorium Power, Ltd  
 Form 3/A  
 November 30, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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

(Print or Type Responses)

|   |                       |   |  |   |
|---|-----------------------|---|--|---|
| 1. Name and Address of Reporting Person * |                       | 2. Date of Event Requiring Statement  | 3. Issuer Name and Ticker or Trading Symbol              |   |
| Â LADD JACK D                             |                       | (Month/Day/Year)  | Thorium Power, Ltd [THPW.OB]                             |   |
| (Last)                                    | (First)               | (Middle)  | 10/23/2006   |   |
| 2500 METZ PLACE                           |                       | 4. Relationship of Reporting Person(s) to Issuer  |  |   |
| (Street)                                  |                       | (Check all applicable)  |  |   |
| MIDLAND, Â TX Â 79705                     |                       | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  |   |
| (City)                                    | (State)               | (Zip)   | 5. If Amendment, Date Original Filed(Month/Day/Year)     |   |
|   |                       |   | 11/02/2006   |   |
| 1. Title of Security (Instr. 4)           |                       | 2. Amount of Securities Beneficially Owned (Instr. 4)   | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
| Common Stock                              | 20,000 <sup>(1)</sup> | D   | Â  |   |

**Table I - Non-Derivative Securities Beneficially Owned**

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable    Expiration Date                      | Title    Amount or Number of  |  |  |   |

Shares

(I)  
(Instr. 5)

## Reporting Owners

| Reporting Owner Name / Address                      | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| LADD JACK D<br>2500 METZ PLACE<br>MIDLAND, TX 79705 | X             | A         | A       | A     |

## Signatures

/s/ Jack D. Ladd                      11/30/2006

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) This amendment is being filed solely to reflect that as of October 23, 2006, Mr. Ladd owned 20,000 shares of the Company's common stock.

Note: File three copies of this Form, one of which must be manually signed. If space 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.