

THUNDER MOUNTAIN GOLD INC  
Form NT 10-Q  
May 17, 2010

OMB APPROVAL  
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United States Securities and Exchange Commission  
Washington, D.C. 20549

FORM 12b-25

NOTIFICATION OF LATE FILING

(check one)

--- Form 10-K

--- Form 20-F

--- Form 11-K

**-X- Form 10-Q**

--- Form N-SAR

For Period Ended: March 31, 2010

- Transition Report on Form 10-K
- Transition Report on Form 20-F
- Transition Report on Form 11-K
- Transition Report on Form 10-Q
- Transition Report on Form N-SAR

For the Transition Period Ended: -----

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

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PART 1 REGISTRANT INFORMATION

Full Name of Registrant: Thunder Mountain Gold, Inc.

Address of Principal Executive Office: 1239 Parkview Drive

City, State and Zip Code: Elko, Nevada 89801

PART II RULES 12B-25(b) AND (c)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- X- (b) The subject annual report, semi-annual report, transition report, on Form 10-K, Form 20-F, 11-K, Form N-SAR, or portion

thereof will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report on Form 10-Q, or portion thereof will be filed on or before the fifth calendar day following the prescribed due day; and

- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.
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PART III NARRATIVE

(State below in reasonable detail why the Form 10-K, 20-F, 11-K, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within the prescribed time period.)

The Company is unable to file its Quarterly Report on Form 10-Q for the quarter ended March 31, 2010 within the prescribed period due to events subsequent to the end of said quarter that require evaluation. These events include the recent closure of a Private Placement and issuance of Warrant as discussed on Form 8K filed with the Securities Exchange Commission on May 12, 2010.

Such issues prevent the Company from filing the Quarterly Report without unreasonable effort or expense. The Company fully expects to be able to file within the additional time allowed by this report.

PART IV OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification.

James Collord            775            738-9826

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(Name)            (Area Code)            (Telephone Number)

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) been filed? If the answer is no, identify report(s).

-X- Yes --- No

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(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

--- Yes -X- No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

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SIGNATURE

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Thunder Mountain Gold Inc.

(Registrant)

has caused this notification to be signed on its behalf by the undersigned  
hereunto duly authorized.

By: /s/ James Collord

Date: 5-15-2010

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Title: President