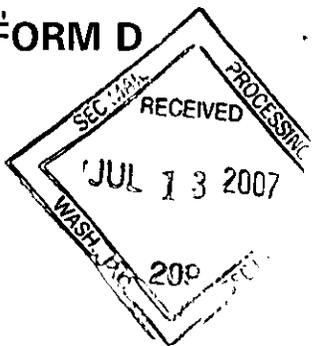


FORM D

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

1406944

OMB APPROVAL OMB Number: Expires: Estimated average burden hours per form



FORM D NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY Prefix Serial DATE RECEIVED

Name of Offering (check if this is an amendment and name has changed, and indicate change.) Tribune Uranium Corp. June 2007 Non-Brokered Private Placement of Common Shares and Warrants

Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) ULOE Type of Filing New Filing Amendment

A. BASIC IDENTIFICATION DATA

I. Enter the information requested about the issuer Name of Issuer (check if this is an amendment and name has changed, and indicate change.) Tribune Uranium Corp.



07072165

Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone 2007 - 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3

(604) 662 - 8183

Address of Principal Business Operations (if different from Executive Offices) (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)

PROCESSED JUL 19 2007

Brief Description of Business Uranium Exploration

THOMSON FINANCIAL

Type of Business Organization corporation limited partnership, already formed LLC, already formed other (please specify) business trust limited partnership, to be formed LLC, to be formed

Actual or Estimated Date of Incorporation or Organization: Month Year 1 0 8 5 Actual Estimated

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) CN

GENERAL INSTRUCTIONS

Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6). When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. Information Required: A new filing must contain all information requested. Filing Fee: There is no federal filing fee.

State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form.

ATTENTION Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Harris, Graham L.

Business or Residence Address (Number and Street, City, State, Zip Code)

2007 – 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Montecinos, Marco

Business or Residence Address (Number and Street, City, State, Zip Code)

2007 – 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Schafer, Robert

Business or Residence Address (Number and Street, City, State, Zip Code)

2007 – 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Kruchkowski, Edward R.

Business or Residence Address (Number and Street, City, State, Zip Code)

2007 – 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Silas, Richard

Business or Residence Address (Number and Street, City, State, Zip Code)

2007 – 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Smeaton, Brock

Business or Residence Address (Number and Street, City, State, Zip Code)

2007 – 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Kaloti, Jasvir

Business or Residence Address (Number and Street, City, State, Zip Code)

2007 – 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General Partner
Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?

Yes No

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual?.....

\$ N/A
Yes No

3. Does the offering permit joint ownership of a single unit?.....

Yes No

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. *N/A*

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States

AL AK AZ AR CA CO CT DE DC FL GA HI ID
 IL IN IA KS KY LA ME MD MA MI MN MS MO
 MT NE NV NH NJ NM NY NC ND OH OK OR PA
 RI SC SD TN TX UT VT VA WA WV WI WY PR

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States

AL AK AZ AR CA CO CT DE DC FL GA HI ID
 IL IN IA KS KY LA ME MD MA MI MN MS MO
 MT NE NV NH NJ NM NY NC ND OH OK OR PA
 RI SC SD TN TX UT VT VA WA WV WI WY PR

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States)..... All States

AL AK AZ AR CA CO CT DE DC FL GA HI ID
 IL IN IA KS KY LA ME MD MA MI MN MS MO
 MT NE NV NH NJ NM NY NC ND OH OK OR PA
 RI SC SD TN TX UT VT VA WA WV WI WY PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt.....	\$ _____	\$ _____
Equity..... see "Other (Specify)" below	\$ _____	\$ _____
<input checked="" type="checkbox"/> Common Shares <input type="checkbox"/> Preferred	\$ _____	\$ _____
Convertible Securities (including warrants)..... see "Other (Specify)" below	\$ _____	\$ _____
Partnership Interests	\$ _____	\$ _____
Other (Specify)..... Units (see Exhibit A on back of this Form D)	\$ 3,197,360	\$ 3,197,360
Total	\$ 3,197,360	\$ 3,197,360

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number of Investors	Aggregate Dollar Amount of Purchases
Accredited Investors.....	\$ 3	\$ 30,547.01
Non-accredited Investors.....	\$ 0	\$ 0
Total (for filings under Rule 504 only)	\$ _____	\$ _____

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.

Type of offering	Type of Security	Dollar Amount Sold
Rule 505	_____	\$ _____
Regulation A.....	_____	\$ _____
Rule 504	_____	\$ _____
Total	_____	\$ _____

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	<input checked="" type="checkbox"/> \$	2,821
Printing and Engraving Costs	<input type="checkbox"/> \$	_____
Legal Fees	<input checked="" type="checkbox"/> \$	4,702
Accounting Fees	<input type="checkbox"/> \$	_____
Engineering Fees.....	<input type="checkbox"/> \$	_____
Sales Commissions (specify finders' fees separately).....	<input type="checkbox"/> \$	_____
Other Expenses (identify)..... Finder's Fees paid in connection with Canadian subscribers only.....	<input checked="" type="checkbox"/> \$	253,345
Total	<input checked="" type="checkbox"/> \$	260,868

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."

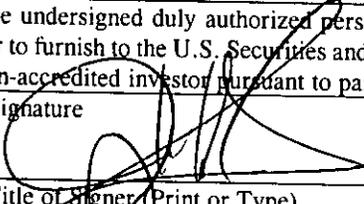
\$ 2,936,492

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

	Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Purchase of real estate.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Purchase, rental or leasing and installation of machinery and equipment.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Construction or leasing of plant buildings and facilities	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Repayment of indebtedness.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Working capital	<input type="checkbox"/> \$ _____	<input checked="" type="checkbox"/> \$ <u>2,936,492</u>
Other (specify) _____	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
_____	_____	_____
_____	_____	_____
Column Totals	<input type="checkbox"/> \$ _____	<input checked="" type="checkbox"/> \$ <u>2,936,492</u>
Total Payments Listed (column totals added)	<input checked="" type="checkbox"/> \$ <u>2,936,492</u>	

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) Tribune Uranium Corp.	Signature 	Date July 11, 2007
Name of Signer (Print or Type) Jasvir Kaloti	Title of Signer (Print or Type) Corporate Secretary	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

Tribune Uranium Corp. (the "Issuer")
Exhibit A to Form D

"Item C.1" of Form D

This private placement of common shares and warrants by the Issuer (the "Offering") closed on June 29, 2007. The Issuer offered and sold 2,000,000 non-flow through units (the "NFT Units") at a price of \$1.10 (CDN) per NFT Unit and 1,000,000 flow-through units (the "FT Units") at a price of \$1.20 (CDN) per FT Unit, for a total aggregate offering amount of \$3,197,360 USD [\$3,400,000 CDN].

Each NFT Unit consists of one common share of the Issuer, and one-half of one warrant. Each whole warrant will entitle the holder to acquire one common share of the Issuer at a price of \$1.40 per share for a period of 12 months from the completion of the Offering.

Each FT Unit consists of one flow-through common share of the Issuer and one half of one warrant. Each whole flow-through warrant will entitle the holder to acquire one non-flow-through common share at an exercise price of \$1.40 exercisable for a period of 12 months from the completion of the Offering.

The NFT and FT Units were offered and sold outside the United States in accordance with Rule 903(b)(1) of Regulation S under the Securities Act of 1933, as amended.

"Item C.2" of Form D

Of the total Units offered and sold in this Offering, 29,530 NFT Units were sold in the United States by the Issuer for gross proceeds of \$30,547.01 USD [\$32,483 CAD].

These offers and sales of NFT Units were made in accordance with Rule 506 of Regulation D under the Securities Act of 1933, as amended, by certain officers and directors of the Issuer to an individual residing in Florida, an individual residing in Indiana and an individual residing in New Mexico, all such persons being "Accredited Investors," as defined in Rule 501(a) of Regulation D.

All dollar amounts on this Form D were converted to U.S. dollars from Canadian dollars using the rate of US/CDN \$0.9404 as of the closing date of June 29, 2007.

END