



Information and Disclosure Statement

December 31, 2008

Thresher Industries, Inc.

13400 Hanford Armona Road
Hanford, Ca 93230
(559) 585-3400

www.thresherindustries.com

Section One: Issuers' Initial Disclosure Obligations

Part A General Company Information

Item I The exact name of the issuer and its predecessor (if any).

THRESHER INDUSTRIES, INC. Formerly known as QUEE Corporation.

Item II The address of the issuer's principal executive offices.

**Thresher Industries, Inc.
13400 Hanford Armona Road
Hanford, Ca 93230**

Office: 559-585-3400

Fax: 559-585-3404

Website: www.thresherindustries.com

Item III The state and date of the issuer's incorporation or organization.

Thresher Industries was organized under the corporate laws of the State of Delaware on October 3, 2005.

Item IV The name and address of the transfer agent*.

**Olde Monmouth Stock Transfer
200 Memorial Parkway
Atlantic Highland, NJ 07716
Office: 732-872-2727
Fax: 732-872-2728**

Olde Monmouth Stock Transfer is registered under the Exchange Act, the SEC is the regulatory authority for Olde Monmouth Stock Transfer.

Item V The nature of the issuer's business.

In describing the issuer's business, please provide the following information:

A. Business Development.

Nature of Issuers Business: Thresher Industries was formed to address a market need for a foundry providing castings of very high quality, having extensive value added, allowing the use of its proprietary technologies and metal matrix composite alloys. Current customers are high end users of low volume high margin aluminum castings. Our ability to give our customers a vast array of materials has lead to rapid sales growth.

Nature of Issuers Products or Services rendered: Thresher Industries produces permanent mold castings using conventional aluminum cast grades of materials, proprietary metal matrix composites (ceramic particulate of 5-60 micron various types) in various states of finish , including outside processes such as x-ray, machined, painted etc. Our composite material is needed where there is the requirement for added strength coupled with need for lightweight material. Applications range from agricultural, aerospace, defense, sporting goods, first tier automotive, transportation, aftermarket automotive, etc.

We also provide full engineering support, designs and prototype development. Customers such as MGM Brakes purchase conventional aluminum castings, Alto Products has placed an order for a prototype automotive transmission part using our ThermaLite metal matrix composite material, and Paccar Parts purchases conventional aluminum castings for service to Kenworth and Peterbilt. We also have quoted or are working on various applications for metal matrix alloys in electronics enclosures needing highly thermal conductive materials like ThermaLite and for its use in the automotive aftermarket on intake manifolds and cylinder heads. Our current customer, Marvin Land Systems, a defense contractor, has placed orders for conventional aluminum castings and tooling produce. These components have extensive value added and appear to be good business partners.

1. the form of organization of the issuer (e.g., corporation, partnership, limited liability company, etc.);

Thresher Industries, Inc. is a Delaware Corporation;

2. the year that the issuer (or any predecessor) was organized;

Thresher Industries, Inc. was organized in Delaware on October 3, 2005;

3. the issuer's fiscal year end date;

Thresher Industries, Inc. fiscal year end is December 31;

4. whether the issuer (or any predecessor) has been in bankruptcy, receivership or any similar proceeding;

Thresher Industries, Inc. has never been in bankruptcy, receivership or any similar proceeding;

5. any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets;

Thresher Industries, Inc. purchased Talon Composites, LLC December 16, 2006 for 7,626,061 shares of restricted stock in Thresher Industries, Inc.;

6. any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments;

Thresher Industries has not had any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments;

7. any change of control;

Thresher Industries, Inc. removed Robin Cardin as V.P. of Business Development and he was also resigned as a Director of the company.

Tom Flessner-CEO/Chairman

Roger Rowell-CFO/Director

Kevin Weeks-Director

Ed Gardner-Director

8. any increase in 10% or more of the same class of outstanding equity securities;

Thresher Industries, Inc. on October 2, 2007 increased its authorized common stock from 5,000,000,000 to 10,000,000,000 shares.

Thresher Industries, Inc. board of directors authorized a 1-for-4,000 shares reverse stock split of its common stock, following the approval by the company's stockholders owning a majority of its shares on November 11, 2008.

The current outstanding common stock is 12,381,747. There are no preferred shares authorized.

9. any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;

Thresher Industries, Inc. board of directors authorized a 1-for-4,000 shares reverse stock split of its common stock, following the approval by the company's stockholders owning a majority of its shares on November 11, 2008.

10. any delisting of the issuer's securities by any securities exchange or

NASDAQ or deletion from the OTC Bulletin Board; and

Thresher Industries, Inc. does has not had any delisting of the issuer's securities by any securities exchange or NASDAQ or deletion from the OTC Bulletin Board; and

11. any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

Robin Cardin and RAC Corporation filed a lawsuit in Orange County Superior Court on September 27, 2007 against Thresher Industries, Inc. for breach of contract/warranty. On February 28, 2007 Thresher Industries, Inc. filled a cross complaint with Robin Carden and RAC Corporation. The case was dismissed by both parties on a settlement agreement filed on September 19, 2008.

Thresher Industries, Inc. does not have any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator.

B. Business of Issuer. Describe the issuer's business so a potential investor can clearly understand it. To the extent material to an understanding of the issuer, please also include the following:

1. the issuer's primary and secondary SIC Codes;

Primary SIC Code: 3400
Secondary SIC Code: -N/A-

2. if the issuer has never conducted operations, is in the development stage, or is currently conducting operations;

The company is currently conducting operations.

3. if the issuer is considered a "shell company" pursuant to Securities Act Rule 405;

The company is not considered a "shell company".

4. the names of any parent, subsidiary, or affiliate of the issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure document;

Not applicable.

5. the effect of existing or probable governmental regulations on the business;

Thresher Industries is a zero emissions foundry and is in compliance with all local, state and federal regulations.

6. an estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers;

Most of the technology was brought to the company by Mr. Flessner; about four or five weeks of the past year has been devoted to some type of R&D efforts. Procuring the metal matrix technology did take about two to three months.

7. costs and effects of compliance with environmental laws (federal, state and local); and

Minimal expense, the facility and processes are environmentally safe. Our proprietary core material is non-toxic unlike typical foundry cores with binders and toxins.

8. the number of total employees and number of full-time employees.

Eleven (11) full time employees.

Item VI The nature of products or services offered.

In responding to this item, please describe the following so that a potential investor can clearly understand the products and services of the issuer:

A. principal products or services, and their markets;

Thresher Industries produces permanent mold castings using conventional aluminum cast grades of materials, proprietary metal matrix composites (ceramic particulate of 5-60 micron various types) in various states of finish , including outside processes such as x-ray, machined, painted etc. Our composite material is needed where there is the requirement for added strength coupled with need for lightweight material. Applications range from agricultural, aerospace, defense, sporting goods, first tier automotive, transportation, aftermarket automotive, etc. We also provide full engineering support, designs and prototype development. Customers such as MGM Brakes purchase conventional aluminum castings, Alto

Products has placed an order for a prototype automotive transmission part using our ThermaLite metal matrix composite material, and Paccar Parts purchases conventional aluminum castings for service to Kenworth and Peterbilt. We also have quoted or are working on various applications for metal matrix alloys in electronics enclosures needing highly thermal conductive materials like ThermaLite and for its use in the automotive aftermarket on intake manifolds and cylinder heads. Our current customer, Marvin Land Systems, a defense contractor, has placed orders for conventional aluminum castings and tooling produce. These components have extensive value added and appear to be good business partners.

B. distribution methods of the products or services;

The products are produced using customer owned tooling. We currently have only one product line, bridge rail supports for highway systems. Another avenue of product development for the future is to sell bulk material of our metal matrix composite which will be shipped from our foundry directly to customers who have specialized processes that are not economically feasible to produce their product at our planet.

C. status of any publicly announced new product or service;

Thresher Industries currently has been producing two orders for Marvin Land Systems a defense contractor based in Los Angeles, California. Mnemonics has been working with us on a potential application for an electronics enclosure cast with our highly thermal conductive version of ThermaLite alloy. FLIR (forward looking infra red) has also requested quotation for our thermally stable metal matrix material for use in night vision systems.

As mentioned we do have a contract with Marvin Land Systems for production orders for this defense contractor using conventional aluminum castings.

D. competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

Thresher Industries is a unique foundry and materials company, we provide a variety of aluminum cast alloys, proprietary metal matrix composites, high ductility aluminum and a proprietary soluble core technology yielding very dimensionally stable, recyclable core technology unique in the foundry industry. We provide full design engineering with material strengths tailored to our customers needs, allowing us to create markets.

E. sources and availability of raw materials and the names of principal suppliers;

The base aluminum alloys we use are secondary alloys (recycled aluminum) manufactured by a variety of suppliers, Timco Metals in Los Angeles, Custom Alloys in Los Angeles being but two. We buy domestic aluminum because of our government / defense contracts. The ceramic materials used in our composites are from China and the US.

F. dependence on one or a few major customers;

We currently have a diverse business base and it is our intention to continue to remain diversified.

G. patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration; and

We are currently preparing various patents for material and processes, manufacture of liquid method of metal matrix composite and our soluble core technology. We have no other issues listed above.

H. the need for any government approval of principal products or services and the status of any requested government approvals.

We are a sub-supplier to government contractors and are not required to meet these approvals although we do have certified outside contractors that we use for testing and calibration. Thresher Industries operates under a QS and ISO compliant quality system.

Item VII The nature and extent of the issuer's facilities.

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

The company has leased 38,000 square feet at 13400 Hanford-Armona Road; Hanford, CA 93230. The location is an industrial and business park located in the heart of California. The term of the lease is five years the first years rent is \$9,500 per month.

Part B Share Structure and Issuance History

Item VIII The exact title and class of securities outstanding.

In answering this item, provide the exact title and class of each class of outstanding securities. In addition, please provide the CUSIP and trading symbol.

Security Symbol: THRR

CUSIP Number: 885803 20 5

Preferred Stock: None Authorized

Total Common Stock Outstanding: 12,455,844 shares as of 12/31/07

Item IX Description of the security.

- A. *Par or Stated Value.* Provide the par or stated value for each class of outstanding securities.

10,000,000,000 Shares common stock, par value \$0.000000001 per share, authorized in of which approximately 12,455,844 shares currently outstanding. The Company has not authorized any preferred shares.

- B. *Common or Preferred Stock.*

1. For common equity, describe any dividend, voting and preemption rights.

There is no dividend authorized, voting rights are one vote for one share, there are no preemption rights.

2. For preferred stock, describe the dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions.

There is no preferred stock authorized.

3. Describe any other material rights of common or preferred stockholders.

None

4. Describe any provision in issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

None

Item X The number of shares or total amount of the securities outstanding for each class of securities outstanding.

In answering this item, provide the information below for each class of securities authorized. Please provide this information (i) as of the end of the issuer's most recent fiscal quarter and (ii) as of the end of the issuer's last two fiscal years. (The goal of this item is to identify changes in securities outstanding. If this information is not available for the most recent fiscal

quarter end (“FQE”) and last two fiscal year ends (“FYE”), or if the most recent FQE is the same as the FYE, please provide it for at least two alternative time periods.)

- (i) Period end date;
- (ii) Number of shares authorized;
- (iii) Number of shares outstanding;
- (iv) Freely tradable shares (public float);
- (v) Total number of beneficial shareholders; and
- (vi) Total number of shareholders of record.

- (i) As of 12/31/06**
- (ii) 700,000,000 shares authorized**
- (iii) 45,450,000 shares outstanding**
- (iv) 6,847,000 shares freely tradable (public float)**
- (v) Approximately 853 shareholders of record**

- (i) As of 12/31/07**
- (ii) 10,000,000,000 shares authorized**
- (iii) 7,823,377,862 shares outstanding**
- (iv) 1,348,539,801 shares freely tradable (public float)**
- (v) Approximately 853 shareholders of record**

- (i) As of 12/31/08**
- (ii) 10,000,000,000 shares authorized**
- (iii) 12,455,844 shares outstanding**
- (iv) 3,337,135 shares freely tradable (public float)**
- (v) Approximately 973 shareholders of record**

Item XI List of securities offerings and shares issued for services in the past two years.

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer (1) within the two-year period ending on the last day of the issuer’s most recent fiscal year and (2) since the last day of the issuer’s most recent fiscal year.

The list shall include all offerings of securities, whether private or public, and shall indicate:

- (i) The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);
- (ii) Any jurisdictions where the offering was registered or qualified;
- (iii) The number of shares offered;
- (iv) The number of shares sold;

- (v) The price at which the shares were offered, and the amount actually paid to the issuer;
- (vi) The trading status of the shares; and
- (vii) Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

The list shall also include all shares or any other securities or options to acquire such securities issued for services in the past two fiscal years and any interim periods, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities.

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; *provided, however*, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than five percent (5%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

- 1. During the Fourth Quarter of 2006, an aggregate of 200,000 shares of restricted stock were issued to Draco Financial for services rendered.**
- 2. During the Fourth Quarter of 2006 and First Quarter an aggregate of 7,653,061 shares of restricted common stock were issued for the purchase of Talon Composites, LLC.**
- 3. During the first quarter of 2007, an aggregate of 715,000 shares of common stock were issued to approximately 1 shareholder, pursuant to Regulation D, Rule 504.**
- 4. During the first quarter of 2007, an aggregate of 3,000,000 shares of restricted common stock were issued to 1 employee and 1 person for services rendered.**
- 5. During the second quarter of 2007, an aggregate of 132,650,000 shares of restricted common stock were issued to 3 Directors and key personal for services rendered.**
- 6. During the second quarter of 2007, an aggregate of 81,447,801 shares of common stock were issued to approximately 2 shareholders, pursuant to Regulation D, Rule 504.**
- 7. During the third quarter of 2007, an aggregate of 3,325,000,000 shares of restricted common stock were issued to 4 Directors and key personal for services rendered.**
- 8. During the third quarter of 2007, an aggregate of 895,500,000 shares of common stock were issued to approximately 2 shareholders, pursuant to Regulation D, Rule 504.**

9. During the fourth quarter of 2007, an aggregate of 2,968,000,000 shares of restricted common stock were issued to 4 Directors and key personal for services rendered.
10. During the fourth quarter of 2007, an aggregate of 400,000,000 shares of common stock were issued to approximately 2 shareholders, pursuant to Regulation D, Rule 504.
11. During the fourth quarter of 2008 a reverse split was voted on and approved in the amount of 4,000 for 1.
12. During the fourth quarter of 2008, an aggregate of 7,500,000 shares of restricted common stock were issued to 4 Directors and key personal for services rendered.
13. During the fourth quarter of 2007, an aggregate of 3,000,000 shares of common stock were issued to approximately 2 shareholders, pursuant to Regulation D, Rule 504.

Part C Management and Control Structure

Item XII The name of the chief executive officer, members of the board of directors, as well as control persons.

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Officers and Directors. In responding to this item, please provide the following information for each of the issuer's executive officers, directors, general partners and control persons, as of the date of this information statement:

1. Full name;
2. Business address;
3. Employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates);
4. Board memberships and other affiliations;
5. Compensation by the issuer; and
6. Number and class of the issuer's securities beneficially owned by each such person.

Executive Officers:

**Tom Flessner, CEO/President
13400 Hanford Armona Road
Hanford, Ca 93230**

Currently the shares beneficially owned by Tom Flessner are 6,527,567 shares of restricted common stock.

Tom started his career in product design in the mid 1960's with Outboard Marine Corporation the parent company of Johnson and Evinrude outboard motors. His background is in the die-casting and foundry management business. He has been successful in the turn around of distressed manufacturing companies. In 1991 he successfully implemented a turnaround of Puget Cast Products Casting Division in Tacoma, Washington and later Allied Die Castings in Rutherfordton, North Carolina. In 1996 as Director of the Precision Pressure Cast Division of Alyn Corporation was instrumental in design and build of their casting department. He has worked with businesses attracting customers such as General Motors and Buell.

**Roger Rowell, CFO/Director
13400 Hanford Armona Road
Hanford, Ca 93230**

Currently the shares beneficially owned by Roger Rowell are 1,693,649 shares of restricted common stock.

Roger holds a Bachelors degree in finance from the Sid Craig School of Business at Fresno State University. At the age of 24 he became Managing General Partner of The Rowell Company in Fresno, California. His direction took an office building with 27% occupancy to 100% at the time of its sale. Roger is Managing General Partner of Temecula Ranchos, a California General Partnership. He was in charge of the financial and operational aspects of the farming organization. Temecula Ranchos was one of the largest Grapefruit producers in California. Roger is also President of Mahowell Services, a California Corporation. His duties include due diligence and real estate acquisitions. Roger ended his five year career as a financial advisor with Merrill Lynch where he focused on corporate financing to become CFO of Thresher Industries.

Directors:

Kevin Weeks, Director

Currently the shares beneficially owned by Kevin Weeks are 601,125 shares of restricted common stock.

Kevin Weeks successfully founded/started his own multi-line insurance agency in the Chicago area in 1976. In 1990 Kevin stepped away from daily operations and successfully completed a turnaround in the corporate agency that he was currently employed with. In 1995 Kevin relinquished management of that agency back to the corporation he currently supervises today. He has also been contracted to various agencies and organizations for leadership and motivational instruction. His

extensive background in corporate financial structure and financial planning will be a benefit. He has been instrumental in working to obtain new customers and shares the enthusiasm for this business. He dedicates a large part of his time to Thresher and makes quarterly visits to our facility.

Ed Gardner, Director

Currently the shares beneficially owned by Ed Gardner are 175,003 shares of restricted common stock.

ED GARDNER, Chairman of the Board of Directors

Ed joins Thresher with more than 24 years of Quality, Continual Improvement and manufacturing experience. Ed is currently the Vice President of Global Quality for Thermadyne and most recently Ed served as Corporate Quality Director at Greene Tweed and Global Quality Systems leader at Owens Corning. Ed also gained valuable insight into the Quality arena working with Holley Performance Products, Allied Signal, and Warn Industries. Ed holds a B.S. degree from Utah State University and a MBA from Willamette University in Oregon. Ed is a Certified Lean Six Sigma Master Belt.

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None

C. Disclosure of Certain Relationships. Describe any relationships existing among and between the issuer's officers, directors and shareholders.

To the extent not otherwise disclosed, describe all relationships and affiliations among and between the shareholders and the issuer, its predecessors, its present and prior officers and directors, and other shareholders.

None

D. Disclosure of Conflicts of Interest. Describe any related party transactions or conflicts of interests. Provide a description of the circumstances, parties involved and mitigating factors for any related party transactions or executive officer or director with competing professional or personal interests.

None

Issuer's Certifications.

I, Thomas Flessner, President/CEO, certify that:

1. I have reviewed this disclosure statement of Thresher Industries, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.