

This English version is provided for information purposes only. The Dutch version of the regulation is legally binding. This translation is based on the corrected Dutch version of 17 August 2010.

Share exchange regulation previous investors

This "Share exchange regulation previous investors" (the "Regulation") was established on 4 January 2010 by the Stichting Administratiekantoor Convector Natural Fusion, a shareholding trust foundation (the "Foundation"), established 4 January 2010 according to Dutch law, with statutory seat in Rotterdam, The Netherlands.

Considerations

1. The former public limited company Convector N.V. (the "Former Company"), with statutory seat in Rotterdam, The Netherlands, was dissolved by a resolution of the general meeting held on 8 October 2009 in Utrecht, The Netherlands.
2. The new public limited company Convector Natural Fusion N.V. (the "New Company"), established on 4 January 2010, and with statutory seat in Rotterdam, The Netherlands, intends to make a public offering of class B shares in its capital, for financing further research and development activities concerning the Convector model for bosonic vortex plasma, and concerning the concept for a small-scale nuclear fusion reactor that is based on this.
3. The founders of the New Company have decided to offer to the holders of class B bearer shares in the capital of the Former Company (the "Holders") the opportunity to exchange their shares for class A registered shares in the New Company, to be issued at face value.
4. For the purpose of implementing the Regulation, the Foundation has the disposal of a block of paid-up class A shares in the New Company.

Regulation

1. From the date of the start of the public offering referred to in article 2 of the considerations, for a period of three years (the "Registration Period"), the Holders have the opportunity to register their class B bearer shares in the Old Company for participation in the Regulation. Registration must be done with the Foundation, which for this purpose will establish a special Register Previous Investors.
2. The Regulation concerns the right to exchange one Dutch guilder par value of class B bearer shares in the Old Company for one class A registered share of 10 eurocents par value in the New Company.
3. After registration, a Holder shall submit the original share certificates to the Foundation, as evidence of his right.
4. Details on the procedure of registration, the data that need to be provided upon registration, and instructions for submission of the share certificates will be announced by the Foundation at the start of the mentioned public offering, through the web site of the New Company.
5. If within the Registration Period no unequivocal positive results have been achieved in the research and development programme of the New Company, the Registration Period will be extended by six months.
6. In case and as soon as it will have become evident that the results of the research and development programme of the New Company will not render positive results, and as a consequence the New Company will end its activities and will be dissolved, the exchange

- will serve no purpose and the Regulation will be cancelled. In this case the actual exchange will not take place. The Foundation will announce the resolution to cancel the Regulation.
7. The Holder who wishes to receive back in due course the original share certificates, shall announce this upon submission of the certificates, and shall enclose a sufficiently stamped and self-addressed envelope for return dispatch. The certificates will then after registration be marked as registered, and will be returned, either after full completion of the Regulation, or after cancellation of the Regulation according to the provision of article 6.
 8. The Foundation is only liable for exchange of class B bearer shares in the Previous Company in as far as these have been registered with and submitted to the Foundation within the Registration Period. After expiration of the Registration Period, registration and submission are no longer possible.
 9. As long as the Regulation is in effect, a Holder, who has registered and has submitted the original share certificates, has no other entitlement than a future entitlement to the class A shares to be allotted at the end of the Registration Period, and an entitlement to any possible distributions, made during or after the Registration Period on the class A shares to be allotted or that have will be allotted.
 10. Any Holder who has registered and has submitted the original share certificates, will receive from the Foundation a document stating his or her entitlement.
 11. The Foundation will determine the moment of exchange. It can resolve to exchange as soon as positive results have been achieved in the research and development programme of the New Company. Exchange can take place before the Registration Period has ended. In that case registration and submission for exchange continue to be possible up to the end of the Registration Period. The Foundation will announce the resolution to exchange.
 12. As soon as a resolution to exchange has been taken, class A shares from the block that has been reserved for the purpose of the Regulation, will be allotted, according to the provision of article 2 to the persons entitled. Insofar as an allotment concerns whole class A shares, these will be registered in the name of the person entitled in the register of shares of the New Company. The person entitled is supposed to accept beforehand this registration and will become through this the rightful owner of the shares. The possible fractional part of an allotment (concerning a part of a class A share) cannot be entered against the name of the person entitled in the register of shares and will be kept against the name of the person entitled in the Register Previous Investors. For final allocation of such fractional class A shares, as soon as possible a suitable scheme shall be established for settlement, either based on sale of the class A shares that correspond to the fractional entitlements to class A shares, or based on a possible division of the shares of the New Company, or otherwise. The proceeds from this scheme or the shares if by and after division a distribution in shares is possible, will be made available for settlement to the persons entitled according to their fractional entitlements to a class A share. The person entitled is supposed to accept beforehand this settlement and will become through this the rightful owner of the proceeds or shares related to his entitlement.
 13. The Foundation will charge no costs for participation in the Regulation.
 14. In cases for which this Regulation does not provide, the Management Committee of the Foundation will resolve, while taking into account in the best possible way the interests of the Holders.