

ProFuel Technologies Inc. to acquire CleanSource Energy Corp.

Press Release Source: ProFuel Systems Technologies Inc., CleanSource Energy Corp. On Wednesday November 25, 2009, 9:30 am EST

IRVINE, CALIFORNIA and TORONTO, ONTARIO - (Nov. 25, 2009) - ProFuel Technologies Inc. (NASDAQ:PRPL - "ProFuel" or the "Company") and CleanSource Energy Corp. (NASDAQ:CSEC - "CleanSource Energy") today announced the signing of a definitive business combination agreement under which ProFuel has agreed to acquire, in a stock-for-stock exchange, all of the outstanding common shares of CleanSource Energy.

The acquisition of CleanSource Energy will enhance ProFuel's strategic position as a fully integrated alternative energy company with technologies and capabilities to further the commercial use and adoption of alternative and renewable energies. ProFuel merged with SolarX Inc. earlier this year to pursue their plans of harnessing alternative energy sources. The transaction will combine CleanSource Energy's wind and solar Energy generation development portfolio with ProFuel's world-leading alternative fuel technologies and solar Energy technologies to create a fully integrated renewable energy company. The combined companies' portfolio will encompass products that enable energy efficient utilization in hybrid and fuel cell vehicles to solar module manufacturing and clean electricity generation for North American consumers.

ProFuel, through a wholly owned Canadian subsidiary, will acquire by way of Plan of Arrangement all the outstanding common shares of CleanSource Energy being approximately 90.0 million common shares, and ProFuel will assume all of CleanSource Energy's outstanding warrants. The purchase price payable by ProFuel is 0.349 of a ProFuel common share for each CleanSource Energy common share. As a result, upon closing of the transaction, ProFuel will issue approximately 17.8 million common shares and reserve an additional 3.0 million common shares for issuance upon exercise of the assumed warrants.