

**DRAGON-UKRAINIAN PROPERTIES &
DEVELOPMENT PLC ("the Company")**

**MINUTES OF AN EXTRAORDINARY GENERAL
MEETING OF THE SHAREHOLDERS OF THE
COMPANY HELD AT ONE CIRCULAR ROAD,
DOUGLAS, ISLE OF MAN ON ~~11~~7 MARCH 2008 AT
12.00PM (NOON)**

PRESENT:

Mr Aloysius Wilhelmus Johannes Van der Heijden
(Chairman) – as proxy for the following shareholders:-

- Nortrust Nominees Limited <SLEND>
- Mellon Nominees Limited <BSDTCAD>
- Vidacos Nominees Limited <2303>
- Goldman Sachs Securities (Nominees) Limited
<ILSEG>
- HSBC Global Custody Nominee (UK) Limited
<811834>
- Mellon Nominees (UK) Limited <BSDTGCAD>

IN ATTENDANCE:

Mr Martin Jones (Company Secretary)
Mr Chris Kamtsios (Dragon Capital Partners)

CHAIRMAN:

Mr Van der Heijden acted as Chairman of the meeting
and Mr Jones recorded the minutes.

NOTICE:

The Chairman noted that the requisite notice of the
Meeting and details of the resolutions proposed had
been circulated to all those members entitled to receive
such notice and as a quorum was present, he declared
the meeting to be duly convened and constituted.

ADJOURNEMENT:

The Chairman noted that one of the Company's
shareholders had advised the Company that they
wished to revoke their vote in respect of one of the
resolutions being proposed, and were in the process of
formalising this request.

It was noted that in accordance with Article 56 of the
Company's Articles of Association, the Chairman had
the power to interrupt or adjourn the meeting if he was
of the opinion that it was necessary to do so in order to
secure the proper and orderly conduct of the meeting.
As such the Chairman adjourned the meeting at
12.10pm to be reconvened at 2.30pm.

**BUSINESS OF
ADJOURNED MEETING:**

The Chairman reiterated that the requisite notice of the
Meeting and details of the resolutions proposed had
been circulated to all those members entitled to receive
such notice and as a quorum was present, he declared
the meeting to be duly reconvened at 2.30pm.

The Chairman noted that the purpose of the meeting was to consider and if thought fit, to pass the following resolutions of which resolution 1 will be proposed as an ordinary resolution and resolutions 2 and 3 will be proposed as special resolutions:-

ORDINARY RESOLUTION

1. THAT the share capital of the Company be hereby increased from £3,000,000 to £5,000,000 by the creation of 200,000,000 new ordinary shares of 1 penny each ranking pari passu in all respects with the existing ordinary shares of 1 penny each in the capital of the Company. ("Resolution 1")

SPECIAL RESOLUTION

2. THAT the regulations annexed to this resolution and produced to the meeting and signed by the Chairman for identification purposes (the "New Articles") be hereby adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company. For the avoidance of doubt, the pre-emption rights contained in the New Articles shall not apply to any warrant instruments or option agreements existing at the time of adoption of the New Articles. ("Resolution 2")

SPECIAL RESOLUTION

3. Subject to the passing of Resolution 2 above THAT the Directors be and they are hereby generally empowered to allot shares in the capital of the Company or rights to subscribe for such shares as if Article 5 of the New Articles did not apply to any such allotment, provided that this power shall be limited to the allotment of shares for cash up to an aggregate nominal amount of £179,500 such power to expire at the earlier of the date twelve months from the date of passing of this Resolution or at the next annual general meeting of the Company, whichever is the earlier, provided that the Company may make offers or agreements before the expiry of this power which would or might require such securities to be allotted after such expiry and the Directors may allot such securities pursuant thereto as if the power conferred hereby had not expired. ("Resolution 3")

It was noted that a total of six proxy votes had been received by the Company, all in favour of the Chairman.

The chairman further noted that the six proxy votes received represented 31,371,132 of shares in issue, which equated to 22.31% of the total number of shares in issue.

A summary of the votes received, prepared by the Company's registrar, Computershare was tabled for consideration.

**VOTING IN RESPECT
OF RESOLUTION 1 –
INCREASE IN SHARE
CAPITAL:**

The chairman noted that Resolution 1 was an ordinary resolution which required a majority vote in order to be passed at the meeting.

Resolution 1 was put to the vote at the meeting and after a show of hands the results were as follows:-

- For – 3 proxy votes
- Against – 3 proxy votes

The Chairman noted that as the number of shares voting against Resolution 1 represented more than one-tenth of the voting rights of all the members having the right to vote at the meeting, the Chairman demanded a poll in order to determine the vote.

The results of the poll were as follows:-

- For – 15,486,632 votes
- Against – 15,884,500 votes

The chairman subsequently confirmed that the following the results of the poll, Resolution 1 be rejected.

IT WAS RESOLVED that Resolution 1 be rejected.

**VOTING IN RESPECT
OF RESOLUTION 2 –
ACCEPTANCE OF NEW
ARTICLES:**

The chairman noted that Resolution 2 was a special resolution which required a 75% of members present at the meeting in person or by proxy, to vote in favour of the resolution in order to be passed at the meeting.

Resolution 2 was put to the vote at the meeting and after a show of hands the results were as follows:-

- For – 3 proxy votes
- Against – 2 proxy votes

The Chairman noted that the votes by a show of hands were insufficient to pass or reject the resolution, but as the number of shares voting in favour of Resolution 2 represented more than one-tenth of the voting rights of all the members having the right to vote at the meeting, the Chairman demanded a poll in order to determine the vote.

The results of the poll were as follows:-

- For – 15,486,632 votes
- Against – 2,086,594 votes

The chairman subsequently confirmed that as the number of shares voting in favour of the Resolution 2 exceeded 75% of the number of shares voting, Resolution 2 be passed.

IT WAS RESOLVED as a special resolution THAT the regulations annexed to this resolution and produced to the meeting and signed by the Chairman for identification purposes (the “New Articles”) be hereby adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company. For the avoidance of doubt, the pre-emption rights contained in the New Articles shall not apply to any warrant instruments or option agreements existing at the time of adoption of the New Articles.

**VOTING IN RESPECT
OF RESOLUTION 3 –
EMPOWER DIRECTORS
TO ALLOT SHARES ON
A NON PRE-EMPTIVE
BASIS :**

The chairman noted that Resolution 3 was a special resolution which required a 75% of members present at the meeting in person or by proxy, to vote in favour of the resolution in order to be passed at the meeting.

Resolution 3 was put to the vote at the meeting and after a show of hands the results were as follows:-

- For – 6 proxy votes
- Against – 0 proxy votes

The chairman subsequently confirmed that following the unanimous result of the show of hands Resolution 2 be passed.

IT WAS RESOLVED as a special resolution THAT subject to the passing of Resolution 2 above THAT the Directors be and they are hereby generally empowered to allot shares in the capital of the Company or rights to subscribe for such shares as if Article 5 of the New Articles did not apply to any such allotment, provided that this power shall be limited to the allotment of shares for cash up to an aggregate nominal amount of £179,500 such power to expire at the earlier of the date twelve months from the date of passing of this resolution or at the next annual general meeting of the Company, whichever is the earlier, provided that the Company may make offers or agreements before the expiry of this power which would or might require such securities to be allotted after such expiry and the Directors may allot such securities pursuant thereto as if the power conferred hereby had not expired.

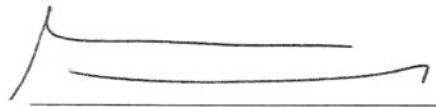
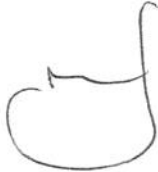


FILINGS:

The Chairman instructed the Company Secretary to make all the necessary and appropriate entries in the books and registers of the Company and to make the necessary filings at the Isle of Man Companies Registry consequent to the business of the meeting.

CLOSE:

There being no further business the Chairman declared the meeting closed at 3.00pm.



CHAIRMAN

17 March 2008

DATE

A. W. J. van der Heijden