

NOTICE OF GENERAL MEETING

Draganfly Investments Limited

(incorporated and registered under the Companies Law with registered number 89889)

NOTICE OF GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT a general meeting (the “**Meeting**”) of the holders of ordinary shares of Draganfly Investments Limited (the “**Company**”) will be held at 26 Esplanade, St Helier, Jersey JE4 8PS on 12th April 2017 at 10.30 am for the purposes of considering and, if thought fit, approving the following resolutions (the “**Resolutions**”) of which Resolution 1 will be proposed as an ordinary resolution of the Company and Resolution 2 will be proposed as special resolution of the Company.

ORDINARY RESOLUTION

1. **THAT** the Directors be and they are hereby generally and unconditionally authorised for the purposes of Article 5.2 of the Company’s Articles of Association to exercise all the powers of the Company to allot up to 100 million new Ordinary Shares provided that this authority shall expire on 31 December 2017, save that the Company may, before such expiry, make an offer or agreement which would or might require such shares to be allotted after such expiry and the Directors of the Company may allot such shares in the pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

SPECIAL RESOLUTION

2. **THAT**, the Directors be and they are empowered pursuant to Article 5.4 of the Company’s Articles of Association to allot up to 100 million Ordinary Shares for cash pursuant to the authority conferred by Resolution 1 as if Article 5.3 of the Company’s Articles of Association did not apply to any such allotment provided that this power shall expire on 31 December 2017, save the Company may, before such expiry, make an offer or agreement which would or might require such shares to be allotted after such expiry and the Directors may allot such shares in pursuance of such offer or agreement notwithstanding that the power conferred by this Resolution has expired.

Dated **21** March 2017
BY ORDER OF THE BOARD
Liburna Secretaries Limited
26 Esplanade
St Helier
Jersey JE4 8PS
Channel Islands

EXPLANATORY NOTES TO THE NOTICE OF GENERAL MEETING

1. A member of the Company entitled to attend and vote at the meeting convened by the notice set out above is entitled to appoint a proxy to attend and, on a poll, to vote in his/her place. A proxy may demand, or join in demanding, a poll. A proxy need not to be a member of the Company.
2. An instrument for the purpose of appointing a proxy is enclosed. To be valid, the instrument and the power of attorney or other authority(if any)under which it is signed, or a notarially certified copy of such power or authority, must be received at Computershare Investor Services PLC, The Proxy Team, The Pavilions, Bridgewater Road, Bristol, BS99 6ZY or at such other place as is specified for that purpose in the notice of meeting issued by the Company not later than 24 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or, in the case of a poll, before the time appointed for taking the poll and, in default, the instrument shall not be treated as valid.
3. Completion of the instrument appointing a proxy does not preclude a member from subsequently attending and voting at the meeting in person if he/she so wishes.
4. In the case of joint holders, the vote of the senior who tender a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
5. Pursuant to Article 40 of the Companies (Uncertificated Securities) (Jersey) Order 1999, the Company specifies that only those members entered on the register of members of the company as at close of the business on 10 April 2017 or, if the meeting is adjourned, as at close of business two days prior to the day fixed for the adjourned meeting shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at the time. Changes to the entries on the register of members after close of business on the 10 April 2017, or, if the meeting is adjourned, on the register of members at the close of the business two days prior to the day fixed for the adjourned meeting, shall be disregarded in determining the rights of any person to attend and vote at the meeting.
6. As at the close of business on the day immediately preceding the date of the Notice of General Meeting, the Company's issued share capital comprised 69,356,437 ordinary shares of no par value. Each ordinary share carries the right to vote at the general meeting of the Company and therefore, the total number of the voting rights in the Company is 69,356,437.

Form of Proxy - General Meeting to be held on 12 April 2017

To be effective, all proxy appointments must be lodged with the Company's Registrars at:
c/o The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 10 April 2017 at 10.30 am.

Explanatory Notes:

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether, and if so how, he votes (or if this proxy form has been issued in respect of a designated account for a shareholder, the proxy will exercise his discretion as to whether, and if so how, he votes).
2. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0370 707 4040 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
3. The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.
4. Pursuant to Article 40 of the Companies (Uncertificated Securities) (Jersey) Order 1999, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on the day which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
5. The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0370 707 4040 to request a change of address form or go to www.investorcentre.co.uk/je to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (Jersey) Limited accept no liability for any instruction that does not comply with these conditions.

All Named Holders

Form of Proxy

Please complete this box only if you wish to appoint a third party proxy other than the Chairman.
Please leave this box blank if you want to select the Chairman. Do not insert your own name(s).



I/We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the General Meeting of Draganfly Investments Limited to be held at **Pentara Trust Company Limited, PO Box 79, 26 Esplanade, St Helier, Jersey, JE4 8PS** on **12 April 2017 at 10.30 am**, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please mark here to indicate that this proxy appointment is one of multiple appointments being made.

Please use a black pen. Mark with an X inside the box as shown in this example.



Ordinary Resolution

1. THAT the Directors be and they are hereby generally and unconditionally authorised for the purposes of Article 5.2 of the Company's Articles of Association to exercise all the powers of the Company to allot new Ordinary Shares.

For	Against	Vote Withheld
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Resolution

2. THAT, the Directors be and they are empowered pursuant to Article 5.4 of the Company's Articles of Association to allot Ordinary Shares for cash.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).



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