



MDR Limited

PROXY FORM

ANNUAL GENERAL MEETING

(Company Registration No. 200009059G)
(Incorporated in the Republic of Singapore)

IMPORTANT:

- The AGM (as defined below) is being convened, and will be held, by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020. Printed copies of the Notice of AGM dated 10 April 2023 ("Notice of AGM") and this Proxy Form will not be sent to members. Instead, the Notice of AGM and this Proxy Form will be sent to members by electronic means via publication on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <http://www.m-dr.com/meetings>.
- Alternative arrangements relating to attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via "live" audio-visual webcast or "live" audio-only stream), submission of questions in advance of, or "live" at, the AGM, and addressing of substantial and relevant questions prior to, or at, the AGM, and voting at the AGM "live" by the member or his/her/its duly appointed proxy(ies) (other than the Chairman of the Meeting) via electronic means, or by appointing the Chairman of the Meeting as proxy to vote on the member's behalf at the AGM, are set out in the Notice of AGM and the accompanying Company's announcement dated 10 April 2023, which may be accessed on SGXNET at the URL <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <http://www.m-dr.com/meetings>.
- This Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by Central Provident Fund ("CPF") and Supplemental Retirement Scheme ("SRS") investors. CPF and SRS investors who wish to appoint the Chairman of the Meeting as proxy to vote on their behalf at the AGM should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 18 April 2023, being 7 working days before the date of the AGM.
- By submitting this Proxy Form, the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM.
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).

I/We*, _____ (Name) _____ (NRIC / Passport / Co. Reg. No.*)
of _____ (Address)

being a member/members* of MDR LIMITED (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Email Address			

and/or*

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Email Address			

or failing him/her/them*, the Chairman of the Meeting, as my/our* proxy/proxies to attend, speak and vote for me/us* on my/our* behalf at the Twenty Second (22nd) Annual General Meeting of the Company (the "AGM") to be held by way of electronic means on Friday, 28 April 2023 at 2:30 p.m., and at any adjournment thereof in the following manner:

No.	Resolutions	For	Against	Abstain
ORDINARY BUSINESS				
1.	Directors' Statement and audited Financial Statements for the year ended 31 December 2022			
2.	Declaration of final tax exempt (one-tier) dividend of S\$4.25 million (approximate) for the year ended 31 December 2022			
3.	Re-election of Mr Mark Leong Kei Wei as a Director			
4.	Re-election of Ms Zhang Yanmin as a Director			
5.	Re-election of Ms Liu Yao as a Director			
6.	Approval of Directors' fees of up to S\$300,000 for the year ending 31 December 2023			
7.	To re-appoint Ernst & Young LLP as the Auditors of the Company and to authorise the Directors to fix their remuneration			
SPECIAL BUSINESS				
8.	General authority to allot and issue shares			
9.	Authority to allot and issue Shares under the mDR Share Plan 2018			
10.	Proposed renewal of the Share Buy-back Mandate			

NOTE:

- Email address is compulsory for registration purposes. Only email address provided in the submitted Proxy Form will receive an email to pre-register for the AGM.
- Voting will be conducted by poll for all resolutions. If you wish your proxy(ies) to cast all your votes "For" or "Against" a resolution, please indicate with a "✓" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish your proxy(ies) to abstain from voting on a resolution, please indicate with a "✓" in the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of Shares that your proxy(ies) is directed to abstain from voting in the "Abstain" box provided in respect of that resolution. In any other case, the proxy(ies) may vote or abstain as the proxy(ies) deem(s) fit on any of the above resolutions if no voting instruction is specified, and on any other matter arising at the AGM and at any adjournment thereof.

Dated this _____ day of _____ 2023

Total Number of Shares held

Signature(s) or Common Seal of Member(s)

*Delete as appropriate



NOTES:

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, this Proxy Form shall be deemed to relate to all the Shares held by you.
2. A member who wishes to exercise his/her/its voting rights at the AGM may (a) (where the member is an individual) vote "live" via electronic means at the AGM, or (whether the member is an individual or a corporate) appoint a proxy(ies) (other than the Chairman of the Meeting) to vote "live" via electronic means at the AGM on his/her/its behalf; or (b) (whether the member is an individual or a corporate) appoint the Chairman of the Meeting as his/her/its proxy to vote on his/her/its behalf at the AGM. Where a member (whether individual or corporate) appoints a proxy(ies), he/she/it should give specific instructions as to the voting, or abstentions from voting, in respect of each resolution. If no specific direction as to voting is given, the proxy(ies) will vote or abstain from voting at his/her/their discretion.
3. (a) A member who is not a relevant intermediary (as defined below) is entitled to appoint not more than two (2) proxies. Where such member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy shall be specified in the Proxy Form.
(b) A member who is a relevant intermediary is entitled to appoint more than two (2) proxies, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member's Proxy Form appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.

"relevant intermediary" has the meaning ascribed to in Section 181 of the Companies Act 1967.

4. A proxy need not be a member of the Company.
5. The duly completed Proxy Form must be submitted to the Company in the following manner:
 - (a) if submitted by post, be deposited at the registered office of the Company at mDR Limited, 53 Ubi Crescent, Singapore 408594, Attn. Company Secretary; or
 - (b) if submitted electronically, be submitted:
 - (i) via email to the Company at corporateaffairs@m-dr.com; or
 - (ii) via the pre-registration website at the URL <https://conveneagm.sg/mdr>,

in either case, by no later than 2:30 p.m. on 25 April 2023, being 72 hours before the time appointed for holding the AGM.

A member who wishes to submit the Proxy Form must first download, complete and sign the Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above or via the pre-registration website provided above.

Members are strongly encouraged to submit completed Proxy Forms electronically via email or the pre-registration website.

6. Completion and return of this Proxy Form shall not preclude a member from attending and voting at the AGM. A member who accesses the "live" webcast of the AGM proceedings may revoke the appointment of a proxy(ies) at any time before voting commences and in such an event, the Company reserves the right to terminate the proxy(ies)' access to the AGM proceedings.
7. The Proxy Form must be under the hand of the appointor or his/her attorney duly authorised in writing. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorised officer. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with the instrument.
8. The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form (including any related attachment). In addition, in the case of Shares entered in the Depository Register, the Company may reject any Proxy Form lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by CDP to the Company.
9. Terms not defined herein have the meanings ascribed to them in the Notice of AGM.
10. Any reference to a time of day is made by reference to Singapore time.
11. By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM.

**Affix
Postage
Stamp**

Company Secretary
mDR Limited
53 Ubi Crescent
Singapore 408594