



MDR Limited

(Incorporated in the Republic of Singapore)

(Company Registration No. 200009059G)

**ANNOUNCEMENT RELATING TO ANNUAL GENERAL MEETING
TO BE HELD ON 29 JUNE 2020**

1. Background

The board of directors (the “**Board**”) of mDR Limited (the “**Company**”) refers to:

- (a) its announcement on 31 March 2020 stating that it had received approval from the Accounting and Corporate Regulatory Authority for an extension of time of up to two months until 29 June 2020 to hold its Annual General Meeting (“**AGM**” or “**Meeting**”) and had also sought and obtained a waiver from the Singapore Exchange Regulation to comply with the Listing Manual for the holding of the AGM on a date not later than 29 June 2020;
- (b) the COVID-19 (Temporary Measures) Act 2020 passed by the Parliament on 7 April 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, tele-conferencing or other electronic means; and
- (c) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**Order**”) which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies.
- (d) the joint statement released by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation on 13 April 2020, providing additional guidance on the conduct of general meetings during the elevated safe distancing period commencing from 27 March 2020 to 30 September 2020;
- (e) the announcement dated 14 April 2020 issued by the Company on SGXNET and its corporate website in relation to the Annual Report 2019.

2. Date, Time and Conduct of AGM

The Company is pleased to announce that pursuant to the Order, its AGM will be convened and held by way of electronic means, on **Monday, 29 June 2020 at 4:00 p.m.**

3. Notice of AGM and Proxy Form

The Notice of AGM and Proxy Form will be sent to members solely by electronic means via publication on the SGX website at the URL <https://www.sgx.com/securities/company-announcements> and will also be made available on the Company's website at the URL <http://www.m-dr.com/meetings>. Printed copies of these documents will **not** be sent to members.

4. No personal attendance at AGM

Due to the current COVID-19 restriction orders in Singapore, members will **not** be able to attend the AGM in person.

5. Alternative arrangements for participation at the AGM

Alternative arrangements are instead put in place to allow members to participate in the AGM by:

- (a) observing or listening to the AGM proceedings through a "live" audio-visual webcast via their mobile phones, tablets or computers, or "live" audio-only stream via their mobile phones or telephones;
- (b) submitting questions in advance in relation to the resolutions to be tabled for approval at the AGM; and/or
- (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM.

6. Investors who hold shares through Relevant Intermediaries

Investors who hold shares through relevant intermediaries (as defined in section 181 of the Companies Act, Chapter 50), including CPF and SRS investors, and who wish to participate in the AGM by (a) observing or listening to the AGM proceedings via "live" audio-visual webcast or "live" audio-only stream; (b) submitting questions in advance of the AGM; and/or (c) appointing the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM, should contact the relevant intermediary (which would include, in the case of CPF and SRS investors, their respective CPF Agent Banks and SRS Operators) through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

In addition, CPF/SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks/SRS Operators to submit their votes at least seven (7) working days before the date of the AGM.

7. Annual Report 2019 and Share Buy-back Circular

The Annual Report for the financial year ended 31 December 2019 and the Circular to shareholders dated 14 April 2020 in relation to the proposed renewal of the Share Buy-back Mandate (“**Share Buy-back Circular**”) have been made available on SGXNET and may be accessed at the Company’s website as follows:

- (a) the Annual Report at the URL <http://www.m-dr.com/annualreports> by clicking on the link for “Annual Report 2019”; and
- (b) the Share Buy-back Circular at the URL <http://www.m-dr.com/circulars> by clicking on the link for “Share Buy-back Circular 2020”.

8. Key Dates/Deadlines

Key dates/deadlines which members should take note of are set out in the table below:

Key dates/deadlines	Actions
9 June 2020 from 9:00 a.m. (Tuesday)	Members may begin to pre-register at the URL https://www.meetings.vision/mdr for “live” audio-visual webcast / “live” audio-only stream of the AGM proceedings
19 June 2020, 5:00 p.m. (Friday)	Deadline for CPF/SRS investors who wish to appoint the Chairman of the AGM as proxy to approach their respective CPF Agent Banks/SRS Operators to submit their votes (seven (7) working days before the date of the AGM)
26 June 2020, 4:00 p.m. (Friday)	Deadline for members to: <ul style="list-style-type: none">• submit questions for the AGM• pre-register for “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings• submit Proxy Forms for the AGM
28 June 2020, 10:00 a.m. (Sunday)	Following authentication of their status as members, authenticated members to receive email instructions on how to access the “live” audio-visual webcast or “live” audio-only stream of the AGM proceedings (“ Confirmation Email ”). Members who do not receive the Confirmation Email by 10.00 a.m. on 28 June 2020 should contact the Company, by phone at +65 6347 8911 / +65 9736 1264 , or by email at corporateaffairs@m-dr.com .

<p>29 June 2020, 4:00 p.m. (Monday)</p>	<p>Date of the AGM</p> <ul style="list-style-type: none"> • Click on the link in the Confirmation Email and enter the login credentials to access the “live” audio-visual webcast of the AGM proceedings; or • Call the toll-free phone number in the Confirmation Email and, when prompted, enter the conference code to access the “live” audio-only stream of the AGM proceedings
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9. Important Reminder

Due to the constantly evolving COVID-19 situation in Singapore, the Company may be required to change its arrangements for the AGM at short notice. Any changes to the arrangements for the conduct of the AGM will be announced by the Company on SGXNET. Members are advised to check SGXNET regularly for further updates.

The Company would like to thank members for their patience and co-operation in enabling the Company to hold the AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

BY ORDER OF THE BOARD

Madan Mohan
Company Secretary

9 June 2020