



MDR Limited

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

ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 27 JULY 2022

1. **Background**

The board of directors (the "**Board**") of MDR Limited (the "**Company**") refers to:

- (a) the COVID-19 (Temporary Measures) Act 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;
- (b) 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; and
- (c) the joint statement by the Accounting and Corporate Regulatory Authority, the Monetary Authority of Singapore and the Singapore Exchange Regulation issued on 13 April 2020 (as updated on 27 April 2020, 22 June 2020, 1 October 2020 and 4 February 2022) which includes a checklist to guide listed and non-listed entities on the conduct of general meetings amid the COVID-19 situation.

2. **Date, Time and Conduct of AGM**

The Company is pleased to announce that pursuant to the Order its annual general meeting ("**AGM**") for the financial year ended 31 December 2021 will be convened and held by way of electronic means, on **27 July 2022** at **1:00 p.m.** (Singapore time).

3. **Notice of AGM, Proxy Form and Annual Report**

The Notice of AGM, the Proxy Form and the Annual Report 2021 have been published on SGXNET at <https://www.sgx.com/securities/company-announcements> and the Company's website at the URL <http://www.m-dr.com/meetings>.

In line with the provisions under the Order, no printed copies of the Notice of AGM, the Proxy Form and the Annual Report will be despatched to shareholders.

4. **No personal attendance at AGM**

As a precautionary measure due to the evolving COVID-19 situation in Singapore, shareholders will **not** be able to attend the AGM in person. There will be no “live” voting at the AGM.

5. **Alternative arrangements for participation at the AGM**

The Company has made the following alternative arrangements for shareholders to participate in the AGM by:

- (a) observing and/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 during the AGM; and/or
- (c) appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM.

A summary of the key dates/deadlines and details of the steps for pre-registration, submission of questions and Proxy Forms are set out in paragraph 7 below and the Appendix to this announcement.

6. **Persons who hold shares through relevant intermediaries**

- (a) Persons who hold shares in the Company through the Central Provident Fund (“CPF”) or Supplementary Retirement Scheme (“SRS”) (“CPF/SRS Investors”) and wish to participate in the AGM by (i) observing and/or listening to the AGM proceedings via the “live” audio-visual webcast, or “live” audio-only stream; and (ii) submitting questions in advance of the AGM, should follow the steps for pre-registration and pre-submission of questions set out in paragraph 7 below and the Appendix to this announcement. **However, CPF/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 voting instructions by 5.00 p.m. on 15 July 2022 (being 7 working days before the date of the AGM).**
- (b) Investors who hold shares in the Company through relevant intermediaries (as defined in section 181 of the Companies Act 1967) (other than CPF/SRS Investors), and who wish to participate in the AGM by (i) observing and/or listening to the AGM proceedings via the “live” audio-visual webcast, or “live” audio-only stream; and (ii) submitting questions in advance of the AGM; and/or (iii) appointing the Chairman as proxy to vote on their behalf at the AGM, should contact the relevant intermediary through which they hold such shares as soon as possible in order to make the necessary arrangements for them to participate in the AGM.

7. Key Dates/Deadlines

In summary, key dates/deadlines which shareholders should take note of are set out in the table below:

Key dates/Deadlines	Actions
8 July 2022 (<i>Friday</i>)	Shareholders (including CPF/SRS Investors) may begin to pre-register at the URL https://online.meetings.vision/mdr-registration for “live” audio-visual webcast and/or “live” audio-only stream of the AGM proceedings.
15 July 2022 (<i>Friday</i>) before 5:00 p.m.	Deadline for CPF/SRS Investors who wish to appoint the Chairman of the AGM as proxy to approach their respective CPF Agent Banks or SRS Operators to submit their votes (7 working days before the date of the AGM).
16 July 2022 (<i>Saturday</i>) by 5:00 p.m.	Deadline for shareholders (including CPF/SRS Investors) to submit questions in advance of the AGM.
24 July 2022 (<i>Sunday</i>) by 1:00 p.m.	Deadline for shareholders: <ul style="list-style-type: none"> • to pre-register for “live” audio-visual webcast and/or “live” audio-only stream of the AGM proceedings; • for submission of Proxy Forms.
26 July 2022 (<i>Tuesday</i>) by 10:00 a.m.	Authenticated shareholders will receive a confirmation email which will contain instructions on how to access the “live” audio-visual webcast and/or “live” audio-only stream of the AGM proceedings (“ Confirmation Email ”). Shareholders and CPF/SRS Investors who have successfully registered, but have not received the Confirmation Email by 10:00 a.m. on 26 July 2022 should contact the Company, by phone at +65 6347 8911 / +65 9736 1264, or by email at corporateaffairs@m-dr.com .
27 July 2022 (<i>Wednesday</i>) at 1:00 p.m. (AGM date and Time)	Authenticated registrants may access the “live” audio-visual webcast or the “live” audio-only stream of the AGM proceedings by following the instructions in the Confirmation Email.
By 26 August 2022 (<i>Friday</i>)	Minutes of the AGM to be published on SGXNET and the Company's website.

8. Important Reminder

Shareholders are requested to visit SGXNET at the URL <https://www.sgx.com/securities/company-announcements> or the Company's website at the URL <http://www.m-dr.com/meetings> for the latest updates on the AGM.

The Company would like to thank all shareholders for their co-operation in enabling the Company to hold the AGM to be conducted amid the COVID-19 pandemic.

BY ORDER OF THE BOARD

Madan Mohan
Company Secretary

8 July 2022

APPENDIX

STEPS FOR PRE-REGISTRATION, SUBMISSION OF QUESTIONS AND VOTING AT THE AGM

Shareholders will need to complete the following steps to be able to observe and/or listen to the AGM proceedings through the “live” webcast or “live” audio stream, to submit questions, and/or to appoint the Chairman of the Meeting as proxy to attend, speak and vote on their behalf at the AGM:

Steps	Details
1. Pre-registration	<p>Shareholders (including CPF/SRS Investors) must pre-register at the URL https://online.meetings.vision/mdr-registration for “live” audio-visual webcast and/or “live” audio-only stream of the AGM proceedings.</p> <p>Following verification, authenticated registrants will receive email instructions on how to access the “live” audio-visual webcast and/or “live” audio-only stream of the AGM proceedings (“Confirmation Email”).</p> <p>Shareholders and CPF/SRS Investors who do not receive the Confirmation Email by 10.00 a.m. on 26 July 2022 should contact the Company, by phone at +65 6347 8911 / +65 9736 1264, or by email at corporateaffairs@m-dr.com.</p> <p>Persons (other than CPF and SRS Investors) who hold shares in the Company through relevant intermediaries (as defined in section 181 of the Companies Act 1967), will not be able to pre-register at https://online.meetings.vision/mdr-registration for the “live” broadcast of the AGM. If they wish to participate in the AGM, they should (if the relevant intermediary has not already contacted them) contact the relevant intermediary through which they hold Company’s shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.</p>
2. Submission of questions	<p>Shareholders (including CPF/SRS Investors) may submit questions related to the resolutions to be tabled for approval at the AGM in the following manner:</p> <ul style="list-style-type: none">• via the online submission at the URL https://online.meetings.vision/mdr-registration; or• by email to corporateaffairs@m-dr.com; or• by post, by depositing at the registered office of the Company at mDR Limited, 53 Ubi Crescent, Singapore 408594, Attn. Company Secretary. <p>To ensure that questions are received by the Company by the stipulated deadline, shareholders are strongly encouraged to submit questions via the pre-registration website or by email.</p>

		<p>When sending questions, shareholders (including CPF/SRS Investors) should provide their full name, NRIC/Passport number, contact number and email address, and the manner in which the shares are held in the Company (e.g. via CDP, CPF or SRS) for verification. The Company will address substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM received from shareholders by publishing the Company's responses on SGXNET and the Company's website on or before 21 July 2022. Substantial and relevant questions received after 16 July 2022 will be addressed at the AGM.</p> <p>Shareholders can also ask questions “live” at the AGM, by typing in and submitting their questions through the Q&A function via the audio-visual webcast platform.</p>
<p>3. Submit Proxy Forms to vote</p>		<p>Shareholders (whether individuals or corporates) who wish to exercise their voting rights at the AGM must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the AGM. In appointing the Chairman of the Meeting as proxy, shareholders (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in respect of a resolution in the Proxy Form, failing which the appointment will be treated as invalid. The Proxy Form may be accessed on SGXNET at the URL https://www.sgx.com/securities/company-announcements and has also been made available on the Company's website at the URL http://www.m-dr.com/meetings.</p> <p>CPF/SRS Investors who wish to appoint the Chairman of the AGM as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their voting instructions by 5:00 p.m. on 15 July 2022 (being 7 working days before the date of the AGM). All other investors holding shares through relevant intermediaries (other than CPF/SRS Investors) who wish to vote should contact their relevant intermediary as soon as possible to specify their voting instructions.</p> <p>The duly completed Proxy Form must be submitted to the Company in the following manner:</p> <p>(a) if sent by post, be deposited at the registered office of the Company at mDR Limited, 53 Ubi Crescent, Singapore 408594, Attn. Company Secretary; or</p> <p>(b) if sent electronically, be submitted via email to the Company at corporateaffairs@m-dr.com,</p> <p>in either case, by no later than 1:00 p.m. on 24 July 2022, being 72 hours before the time fixed for the AGM, and in default the Proxy Form shall not be treated as valid.</p>

		<p>A shareholder 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.</p> <p>Shareholders are strongly encouraged to submit completed Proxy Forms electronically via email.</p>
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