



MDR Limited

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

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## ANNOUNCEMENT RELATING TO THE ALTERNATIVE ARRANGEMENTS FOR THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY TO BE HELD ON 30 APRIL 2021

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### 1. Background

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

- (a) 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;
- (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;
- (c) the joint statement released 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 and 1 October 2020) which includes a checklist to guide listed and non-listed entities on the conduct of general meetings amid evolving COVID-19 situation;
- (d) the announcement dated 12 April 2021 issued by the Company on SGXNET and its corporate website in relation to the Annual Report 2020 and its annual general meeting (“**AGM**”) to be convened and held by way of electronic means, on **Friday, 30 April 2021 at 2:00 p.m.**; and
- (e) the circular dated 12 April 2021 issued by the Company to shareholders of the Company (“**Shareholders**”) in relation to the proposed change of auditors from Deloitte & Touche LLP to Ernst & Young LLP (“**Change of Auditors Circular**”).

### 2. Date, Time and Conduct of EGM

The Company is pleased to announce that pursuant to the Order, its extraordinary general meeting (“**EGM**”) will be convened and held by way of electronic means, on **Friday, 30 April 2021 at 3:00 p.m.** (or as soon as practicable immediately following the conclusion of the AGM).

### 3. Notice of EGM and Proxy Form

The Notice of EGM and accompanying Proxy Form will be sent to members solely by electronic means via publication on SGXNET 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 EGM**

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

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

Shareholders will not be able to ask questions at the EGM "live" and there will be no "live" voting at the EGM. As such, alternative arrangements have been put in place to allow members to participate in the EGM by:

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

Please refer to the "Key Dates/Deadlines" in paragraph 8 of this announcement as well as the Notice of EGM and Proxy Form for more information on how to pre-register to attend the EGM, submit questions and appoint the Chairman of the EGM as proxy.

**6. Arrangements for investors who hold shares through relevant intermediaries**

Investors who hold shares of the Company 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 EGM by (a) observing or listening to the EGM proceedings via "live" audio-visual webcast or "live" audio-only stream; (b) submitting questions in advance of the EGM; and/or (c) appointing the Chairman of the EGM as proxy to attend, speak and vote on their behalf at the EGM, 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 EGM.

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

**7. Change of Auditors Circular**

The Change of Auditors Circular has been made available on SGXNET and may be accessed at the Company's website by clicking on the link for "Change of Auditors Circular" at the URL <http://www.m-dr.com/circulars>.

**8. Key Dates/Deadlines**

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

| <b>Key dates/deadlines</b>                  | <b>Actions</b>  |
|---|---|
| From 12 April 2021 at 9:00 a.m.<br>(Monday) | <b><u>Pre-registration and Questions</u></b> <ul style="list-style-type: none"><li>• Members (including CPF/SRS investors) may begin to pre-register at the URL <a href="https://online.meetings.vision/mdr-registration">https://online.meetings.vision/mdr-registration</a> for "live" audio-visual webcast / "live" audio-only stream of the EGM proceedings</li></ul> |

- Members (including CPF/SRS investors) may begin to submit questions related to the resolution(s) to be tabled for approval at the EGM in the following manner:
  - via the online submission at the URL <https://online.meetings.vision/mdr-registration>;
  - or
  - by post, by depositing at the registered office of the Company at mDR Limited, 53 Ubi Crescent, Singapore 408594, Attn. Company Secretary;
  - or
  - by email to [corporateaffairs@m-dr.com](mailto:corporateaffairs@m-dr.com).

The Company will endeavour to address all substantial and relevant questions relating to the resolution(s) to be tabled for approval at the EGM as received from Shareholders in advance of the EGM, either during the EGM or prior to the same by publishing the Company's responses on SGXNET and the Company's website at the URL <http://www.m-dr.com/meetings>.

Please note that Shareholders will not be able to ask questions at the EGM during the "live" webcast and audio-only stream, and therefore it is important for Shareholders who wish to ask questions to submit their questions in advance of the EGM.

**In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult to submit questions by post, Shareholders are strongly encouraged to submit their questions via the pre-registration website or by email.**

**Proxy Forms**

- Members may begin to submit their Proxy Forms appointing the Chairman of the EGM as their proxy to attend, speak and vote on their behalf at the EGM by appointing the Chairman of the EGM as proxy. Members (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 for the EGM may be accessed at the Company's website at the URL <http://www.m-dr.com/meetings> and has also been made available on SGXNET. The duly completed Proxy Form must be submitted to the Company in the following manner:
  - If sent by post, must be deposited at the registered office of the Company at mDR Limited, 53 Ubi Crescent, Singapore 408594, Attn. Company Secretary; or
  - If sent electronically, be submitted via email to the Company at [corporateaffairs@m-dr.com](mailto:corporateaffairs@m-dr.com).

**In view of the current COVID-19 situation and the related safe distancing measures in Singapore which may make it difficult for members to submit completed**

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|---|---|
|   | <b>Proxy Form by post, members are strongly encouraged to submit completed Proxy Form electronically via email.</b>   |
| Before 20 April 2021 at 5:00 p.m. (Tuesday)   | Deadline for CPF and SRS investors who wish to appoint the Chairman of the EGM as their proxy to approach their relevant CPF Agent Banks and SRS Operators to submit their votes (at least seven (7) working days before the date of the EGM)   |
| Before 27 April 2021 at 3:00 p.m. (Tuesday)   | Deadline for: <ul style="list-style-type: none"> <li>• Members to submit questions for the EGM; and</li> <li>• Members to pre-register for "live" audio-visual webcast or "live" audio-only stream of the EGM proceedings</li> </ul>  |
| By 27 April 2021 at 3:00 p.m. (Tuesday)   | Deadline for: <ul style="list-style-type: none"> <li>• Members to submit their Proxy Form appointing the Chairman to attend, speak and vote on their behalf at the EGM. Members who wish to cast their votes at the EGM are reminded that Proxy Form for the EGM is to be completed and submitted.</li> </ul>   |
| By 29 April 2021 at 10:00 a.m. (Thursday)   | <ul style="list-style-type: none"> <li>• 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 EGM proceedings ("<b>Confirmation Email</b>").</li> </ul> <p>Members who do not receive the Confirmation Email by 10.00 a.m. on 29 April 2021 should contact the Company, by phone at <a href="tel:+6563478911">+65 6347 8911</a> / <a href="tel:+6597361264">+65 9736 1264</a>, or by email at <a href="mailto:corporateaffairs@m-dr.com">corporateaffairs@m-dr.com</a>.</p> |
| 30 April 2021, 3:00 p.m. (or as soon as practicable immediately following the conclusion of the AGM of the Company to be held at 2:00 p.m. on the same date and by electronic means) (Friday) | <ul style="list-style-type: none"> <li>• Click on the link in the Confirmation Email and enter the login credentials to access the "live" audio-visual webcast of the EGM proceedings; or</li> <li>• 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 EGM proceedings</li> </ul>   |
| By 29 May 2021  | Minutes of the EGM to be published on SGXNET and the Company's website at the URL <a href="http://www.m-dr.com/meetings">http://www.m-dr.com/meetings</a>   |

**9. Important Reminder**

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

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

**BY ORDER OF THE BOARD**

**Madan Mohan**  
*Company Secretary*

12 April 2021