



MDR Limited

(Incorporated in the Republic of Singapore)

(Company Registration No. 200009059G)

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## ANNOUNCEMENT RELATING TO THE ALTERNATIVE ARRANGEMENTS FOR THE ANNUAL 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; and
- (d) the announcement dated 12 April 2021 issued by the Company on SGXNET and its corporate website in relation to the Annual Report 2020.

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

The Company is pleased to announce that pursuant to the Order, its annual general meeting (“**AGM**”) will be convened and held by way of electronic means, on **Friday, 30 April 2021** at **2:00 p.m.**

### 3. Notice of AGM and Proxy Form

The Notice of AGM 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 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**

Shareholders will not be able to ask questions at the AGM "live" and there will be no "live" voting at the AGM. As such, alternative arrangements have been 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 of the AGM; and/or
- (c) appointing the Chairman of the AGM as proxy to attend, speak and vote on their behalf at the AGM.

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

CPF and SRS investors who wish to appoint the Chairman of the AGM 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 AGM.

**7. Annual Report 2020 and Share Buy-back Circular**

The Annual Report for the financial year ended 31 December 2020 and the Circular to shareholders dated 12 April 2021 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 2020"; 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 2021".

## 8. Key Dates/Deadlines

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

Key dates/deadlines	Actions
<p>From 12 April 2021 at 9:00 a.m. (Monday)</p>	<p><b><u>Pre-registration and Questions</u></b></p> <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 AGM proceedings</li> <li>• Members (including CPF/SRS investors) may begin to submit questions related to the resolutions to be tabled for approval at the AGM in the following manner: <ul style="list-style-type: none"> <li>○ via the online submission at the URL <a href="https://online.meetings.vision/mdr-registration">https://online.meetings.vision/mdr-registration</a>;</li> <li>or</li> <li>○ by post, by depositing at the registered office of the Company at mDR Limited, 53 Ubi Crescent, Singapore 408594, Attn. Company Secretary;</li> <li>or</li> <li>○ by email to <a href="mailto:corporateaffairs@m-dr.com">corporateaffairs@m-dr.com</a>.</li> </ul> </li> </ul> <p>The Company will endeavour to address all substantial and relevant questions relating to the resolutions to be tabled for approval at the AGM as received from Shareholders in advance of the AGM, either during the AGM or prior to the same by publishing the Company's responses 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>.</p> <p>Please note that Shareholders will not be able to ask questions at the AGM 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 AGM.</p> <p><b>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.</b></p> <p><b><u>Proxy Forms</u></b></p> <ul style="list-style-type: none"> <li>• Members may begin to submit their Proxy Forms appointing the Chairman of the AGM as their proxy to attend, speak and vote on their behalf at the AGM by appointing the Chairman of the AGM 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 AGM</li> </ul>

	<p>may be accessed at the Company's website at the URL <a href="http://www.m-dr.com/meetings">http://www.m-dr.com/meetings</a> and has also been made available on SGXNET. The duly completed Proxy Form must be submitted to the Company in the following manner:</p> <ul style="list-style-type: none"> <li>○ 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</li> <li>○ If sent electronically, be submitted via email to the Company at <a href="mailto:corporateaffairs@m-dr.com">corporateaffairs@m-dr.com</a>.</li> </ul> <p><b>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 Proxy Form by post, members are strongly encouraged to submit completed Proxy Form electronically via email.</b></p>
Before 20 April 2021 at 5:00 p.m. (Tuesday)	Deadline for CPF and SRS investors who wish to appoint the Chairman of the AGM 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 AGM)
Before 27 April 2021 at 3:00 p.m. (Tuesday)	<p>Deadline for:</p> <ul style="list-style-type: none"> <li>• Members to submit questions for the AGM; and</li> <li>• Members to pre-register for "live" audio-visual webcast or "live" audio-only stream of the AGM proceedings</li> </ul>
By 27 April 2021 at 2:00 p.m. (Tuesday)	<p>Deadline for:</p> <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 AGM. Members who wish to cast their votes at the AGM are reminded that Proxy Form for the AGM 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 AGM 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, 2:00 p.m. (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 AGM proceedings; or</li> <li>• Call the toll-free phone number in the Confirmation Email and, when prompted, enter the conference code</li> </ul>

	to access the “live” audio-only stream of the AGM proceedings
By 29 May 2021	Minutes of the AGM 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 AGM at short notice. Any changes to the arrangements for the conduct of the AGM 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 AGM with the optimum safe distancing measures amidst the current COVID-19 pandemic.

**BY ORDER OF THE BOARD**

**Madan Mohan**  
*Company Secretary*

12 April 2021