



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

PROPOSED RENOUNCEABLE NON-UNDERWRITTEN RIGHTS CUM WARRANTS ISSUE

- NOTICE OF BOOKS CLOSURE DATE

1. INTRODUCTION

- 1.1 The board of directors (the “**Board**”) of mDR Limited (the “**Company**”) refers to the Company’s announcements dated 11 August 2017, 25 October 2017, 12 December 2017, 26 March 2018 and 27 April 2018 and the Company’s circular dated 10 April 2018 (the “**Circular**”) in relation to, *inter alia*, the Company’s renounceable non-underwritten rights cum warrants issue of up to 25,056,482,168 new ordinary shares in the issued and paid-up share capital of the Company (the “**Rights Shares**”) at an issue price of S\$0.00188 (the “**Issue Price**”) for each Rights Share, with up to 225,508,339,512 free detachable warrants (the “**Warrants**”), each Warrant carrying the right to subscribe for one (1) new ordinary share in the capital of the Company (the “**Warrant Share**”) at the Exercise Price (as defined in the Circular) per Warrant Share, on the basis of two (2) Rights Shares for every one (1) existing share held by the shareholders of the Company and nine (9) Warrants for every one (1) Rights Share validly subscribed as at the Books Closure Date (as defined below), fractional entitlements to be disregarded (the “**Rights cum Warrants Issue**”).
- 1.2 Unless otherwise defined, all capitalised terms used in this announcement shall bear the same meanings ascribed to them in the Circular.

2. NOTICE OF BOOKS CLOSURE DATE

NOTICE IS HEREBY GIVEN that the register of Shareholders and the register of share transfers of the Company will be closed at 5.00 p.m. (Singapore time) on 22 May 2018 (the “**Books Closure Date**”) for the purpose of determining the provisional allotments of Rights Shares with Warrants of the Entitled Shareholders (being Entitled Depositors and Entitled Scripholders) under the Rights cum Warrants Issue.

- (A) “**Entitled Depositors**” are Entitled Shareholders whose securities accounts with CDP are credited with Shares as at 5.00 p.m. (Singapore time) on the Books Closure Date, provided that such Entitled Depositors have registered addresses in Singapore with CDP as at the Books Closure Date or if they have registered addresses outside Singapore, they have provided CDP, at 11 North Buona Vista Drive, #06-07 The Metropolis Tower 2, Singapore 139589, with a registered address in Singapore no later than 5.00 p.m. (Singapore time) on the date being three (3) Market Days (being a day on which the SGX-ST is open for trading in securities) prior to the Books Closure Date.

(B) **“Entitled Scripholders”** are Entitled Shareholders whose share certificates are not deposited with CDP and who have tendered to Boardroom Corporate & Advisory Services Pte. Ltd. (the **“Share Registrar”**) valid transfers of their Shares and the certificates relating thereto for registration up to the Books Closure Date, provided that such Entitled Scripholders have registered addresses in Singapore with the Share Registrar as at the Books Closure Date or if they have registered addresses outside Singapore, they have provided the Share Registrar, at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623, with a registered address in Singapore no later than 5.00 pm. (Singapore time) on the date being three (3) Market Days prior to the Books Closure Date.

(C) **CPF Investment Scheme**

Shareholders who have previously purchased Shares using CPF Funds under the CPFIS may only use their CPF Funds for the payment of the Issue Price to subscribe for their provisional allotments of nil-paid Rights Shares with Warrants and (if applicable) to apply for Excess Rights Shares with Warrants, subject to the applicable CPF rules and regulations. Such Shareholders who wish to accept provisional allotments of the Rights Shares with Warrants and (if applicable) apply for Excess Rights Shares with Warrants using CPF Funds will need to instruct their respective approved CPF agent banks with whom they hold their CPF investment accounts, to accept the provisional allotments of the Rights Shares with Warrants and (if applicable) apply for Excess Rights Shares with Warrants on their behalf in accordance with the terms and conditions in the OIS. CPF Funds may not be used to purchase provisional allotments of nil-paid Rights Shares with Warrants directly from the market.

(D) **Foreign Shareholders**

For practical reasons and to avoid any violation of the relevant legislation applicable in countries other than Singapore, the Rights Shares with Warrants will not be offered to Foreign Shareholders, being Shareholders with registered addresses outside Singapore as at 5.00 p.m. (Singapore time) on the Books Closure Date and who have not, by no later than 5.00 p.m. (Singapore time) on the date being three (3) Market Days prior to the Books Closure Date, provided to the Share Registrar or CDP, as the case may be, with registered addresses in Singapore for the service of notices and documents) and the OIS and its accompanying documents will not be despatched to Foreign Shareholders. Accordingly, no provisional allotments of the Rights Shares with Warrants will be made to Foreign Shareholders and no purported acceptance thereof or application will be valid.

Foreign Shareholders may provide CDP (at 11 North Buona Vista Drive, #06-07 The Metropolis Tower 2, Singapore 139589) or the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. (at 50 Raffles Place, #32-01, Singapore Land Tower, Singapore 048623), as the case may be, with addresses in Singapore for the service of notices and documents at least three (3) Market Days prior to the Books Closure Date.

3. GENERAL

Further details of the Rights cum Warrants Issue will be made available in the Offer Information Statement to be despatched to Entitled Shareholders in due course. Where appropriate, further details will be disclosed in subsequent announcements.

BY ORDER OF THE BOARD

Madan Mohan
Company Secretary

11 May 2018