



MDR Limited

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

# PROXY FORM EXTRAORDINARY GENERAL MEETING

**IMPORTANT:**

- The extraordinary general meeting ("EGM") will be held, in a wholly physical format, at Tembusu I, Level 5, Orchard Wing, Hilton Singapore Orchard, 333 Orchard Road, Singapore 238867 on 18 October 2024 at 2:30 p.m.. **There will be no option for shareholders to participate virtually.**
- Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of a proxy(ies).
- This proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by CPF and SRS investors.
- CPF and SRS investors:
  - may vote at the EGM if they are appointed as proxies by their respective CPF Agent Banks or SRS Operators, and should contact their respective CPF Agent Banks or SRS Operators if they have any queries regarding their appointment as proxies; or
  - may appoint the Chairman of the meeting as proxy to vote on their behalf at the EGM, in which case they should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5:00 p.m. on 8 October 2024.
- By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of EGM dated 25 September 2024.

I/We\*, \_\_\_\_\_ (Name) \_\_\_\_\_ (NRIC / Passport / Co. Reg. No.\*)  
of \_\_\_\_\_ (Address)

being a member/members\* of MDR LIMITED (the "Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%

and/or\*

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%

or failing the person, or either or both of the persons, referred to above, the Chairman of the meeting as my/our\* proxy/proxies\* to attend, speak and vote for me/us\* on my/our behalf\* at the EGM of the Company to be held at Tembusu I, Level 5, Orchard Wing, Hilton Singapore Orchard, 333 Orchard Road, Singapore 238867 on 18 October 2024 at 2:30 p.m. and at any adjournment thereof. I/We\* direct my/our\* proxy/proxies\* to vote for/against/abstain from voting on\* the Capital Reduction Resolution to be passed at the EGM as indicated below.

Special Resolution	For	Against	Abstain
1. The Proposed Capital Reduction			

**NOTE:** Voting on the resolution will be conducted by poll. If you wish for your proxy to cast all your votes "For" or "Against" a resolution, please indicate with a "✓" in the "For" or "Against" box provided in respect of that resolution. Alternatively, please indicate the number of votes "For" or "Against" in the "For" or "Against" box provided in respect of that resolution. If you wish for your proxy to abstain from voting on a resolution, please indicate with a "✓" in the "Abstain" box provided in respect of that resolution. Alternatively, please indicate the number of Shares that your proxy is directed to abstain from voting in the "Abstain" box provided in respect of that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deems fit on the above resolution if no voting instruction is specified, and on any other matter arising at the EGM.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2024

<b>Total Number of Shares held</b>

\_\_\_\_\_  
Signature(s) of Member(s) or Common Seal

\_\_\_\_\_  
Contact No. / Email Address of Member(s)

\*Delete accordingly



**IMPORTANT: PLEASE READ NOTES OVERLEAF BEFORE COMPLETING THIS FORM**

Fold this flap for sealing. Glue firmly.

**NOTES:**

1. Please insert the total number of Shares held by you. If you have Shares entered against your name in the Depository Register (maintained by The Central Depository (Pte) Limited), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members (maintained by or on behalf of the Company), you should insert that number of Shares. If you have Shares entered against your name in the Depository Register and Shares registered in your name in the Register of Members, you should insert the aggregate number of Shares. If no number is inserted, this instrument appointing a proxy(ies) shall be deemed to relate to all the Shares held by you.
2. A member of the Company entitled to attend, speak and vote at a meeting of the Company who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM in his/her stead. Where such member's instrument appointing a proxy(ies) appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the instrument.
3. A member who is a relevant intermediary entitled to attend, speak and vote at a meeting of the Company is entitled to appoint more than two (2) proxies to attend, speak and vote at the EGM in his/her stead, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member's instrument appointing a proxy(ies) appoints more than two (2) proxies, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the instrument.  
  
"Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.
4. A member who wishes to appoint a proxy(ies) must complete the instrument appointing a proxy(ies), before submitting it in the manner set out below.
5. A proxy need not be a member of the Company.
6. The duly completed instrument appointing a proxy(ies) must be submitted to the Company in the following manner:
  - (a) if submitted personally or 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
  - (b) if submitted electronically, be submitted via email to the Company at [corporateaffairs@m-dr.com](mailto:corporateaffairs@m-dr.com),in either case, must be lodged or received (as the case may be) by no later than 2:30 p.m. on 15 October 2024, being 72 hours before the time fixed for the EGM.
7. Completion and submission of the instrument appointing a proxy(ies) by a member will not prevent him/her from attending, speaking and voting at the EGM if he/she so wishes. The appointment of the proxy(ies) for the EGM will be deemed to be revoked if the member attends the EGM in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the relevant instrument appointing a proxy(ies) to the EGM.
8. The instrument appointing a proxy(ies) must be signed under the hand of the appointor or his/her attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorised officer.
9. A corporation which is a member may authorise, by a resolution of its directors or other governing body, such person as it thinks fit to act as its representative at the EGM, in accordance with its constitution and section 179 of the Companies Act 1967 of Singapore.
10. The Company shall be entitled to reject the instrument appointing a proxy(ies) if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy(ies).
11. In addition, in the case of Shares entered in the Depository Register, the Company shall be entitled to reject any instrument of proxy if the member, being the appointor, is not shown to have any Shares entered against his/her name in the Depository Register as at 72 hours before the time fixed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.
12. Terms not defined herein have the meanings ascribed to them in the Circular to the Shareholders of the Company dated 25 September 2024.
13. Any reference to a time of day is made by reference to Singapore time.

Fold this flap for sealing. Glue firmly.

**Affix  
Postage  
Stamp**

Company Secretary  
mDR Limited  
53 Ubi Crescent  
Singapore 408594