



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

FURTHER EXTENSION OF TIME TO HOLD THE ANNUAL GENERAL MEETING (“AGM”) IN RESPECT OF THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 (“FY2021”)

The Board of Directors (the “**Board**”) of mDR Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s announcement dated 25 March 2022, 18 April 2022 (“**18 April Announcement**”), 19 April 2022 and 27 April 2022 (“**27 April Announcement**”) (collectively, the “**Previous Announcements**”).

All capitalised terms used herein shall bear the meanings ascribed thereto in the Previous Announcements unless otherwise defined herein or where the context requires otherwise.

As informed in the 18 April Announcement, the SGX-ST had informed the Company that it had no objection to the Company’s application for a 2-month extension of time up to 30 June 2022 with regard to compliance with Rule 707(1) of the Listing Manual. The Company had also announced in the 27 April Announcement that the ACRA had approved its application for an extension of time to hold the FY2021 AGM by 29 June 2022 and lodge its annual return by 30 July 2022 (collectively, the “**1st Extension Application**”).

The Board wishes to update shareholders of the Company on the progress of the Incentive Rebates Internal Controls Review and digital forensics review conducted by Nexia, and the statutory audit of the FY2021 Financial Statements conducted by the Auditors. The Auditors and the management of the Company still require more time to complete and finalise the audit on the FY2021 Financial Statements for the following reasons:

- (i) as disclosed in the 1st Extension Application, following the discovery of the Suspected Misappropriation, the Company engaged an independent audit firm Nexia for the Incentive Rebates Internal Controls Review and digital forensics review of two (2) user devices in relation to the Suspected Misappropriation. Nexia has completed the Incentive Rebates Internal Controls Review and digital forensics review.
- (ii) the Auditors have also completed the initial procedures on reconciliations and checks on the marketing incentive rebates for FY2019 to FY2021. The initial procedures were performed to reconcile the rebates received to ascertain the maximum exposure arising from the misappropriation during FY2019 to FY2021. Based on the results of the initial procedures performed, the Auditors informed the Company that the audit scope will need to be further expanded to check the nature of the rebates and initial recognition and treatment of the rebates received and utilized and further forensic checks. These expanded scope would require assistance from management to track the inventories designated to each of the rebates received for FY2019 to FY2021 and hard disk checks so as to establish if any prior year adjustments would be required to be made in the Company’s financial statements.
- (iii) in view of the above, it is expected that the Company will only be able to finalise and issue to its shareholders and to the SGX-ST, the FY2021 Annual Report with the FY2021 Financial Statements included therein, within the course of July 2022;

For the foregoing reasons, the Company has submitted an application letter on 10 June 2022 to the SGX-ST to seek a further extension of time from 30 June 2022 to 29 July 2022 to hold its AGM in respect of FY2021 (the “**Application**”).

In the interest of time, the Company has also on 10 June 2022 concurrently applied to the ACRA for a further extension of time to hold the FY2021 AGM pursuant to Section 175(2)(a) of the Companies Act 1967 of Singapore (the “**Act**”) and to lodge its annual return with ACRA pursuant to Section 197(1B)(a) of the Act.

The Company will make further announcements to update its shareholders on the outcome of the above applications to the SGX-ST and the ACRA in due course.

BY ORDER OF THE BOARD

Madan Mohan
Company Secretary

10 June 2022