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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **MODERN BEAUTY SALON HOLDINGS LIMITED**, you should at once hand this circular and the accompanying form of proxy in blue to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**MODERN BEAUTY SALON HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 919)**

**PROPOSED CHANGE OF COMPANY NAME  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

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Capitalised terms defined in this circular shall have the same meanings when used in this cover.

A notice convening the EGM of Modern Beauty Salon Holdings Limited to be held at Unit 1103-06, China Building, 29 Queen's Road Central, Hong Kong, on Friday, 27 March 2020 at 11:00 a.m., is set out on pages EGM-1 to EGM-2 of this circular. A form of proxy in blue for use at the EGM is enclosed with this circular.

Whether or not you intend to attend and vote at the EGM or any adjourned meeting in person, you are requested to complete and return the accompanying proxy form in blue in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong by 11:00 a.m. (Hong Kong time) on Wednesday, 25 March 2020 or not less than 48 hours before the time appointed for holding any adjourned meeting. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjourned meeting if you so wish, and in such case, the proxy form previously submitted shall be deemed to be revoked.

*This circular is in English and Chinese. In case of any inconsistency, the English version shall prevail.*

4 March 2020

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## DEFINITIONS

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*In this circular, the following expressions shall have the meanings set out below unless the context requires otherwise:*

“Announcement”	the announcement of the Company dated 20 February 2020 in relation to the Proposed Change of Company Name
“Articles”	the articles of association of the Company
“Board”	the board of Directors
“Company”	Modern Beauty Salon Holdings Limited, a company incorporated under the laws of the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (Stock code: 919)
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be held at Unit 1103–06, China Building, 29 Queen’s Road Central, Hong Kong, on Friday, 27 March 2020 at 11:00 a.m. to consider, and if thought fit, approve, among other matters (if any), the Proposed Change of Company Name, the notice of which is set out on pages EGM-1 and EGM-2 of this circular
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

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## DEFINITIONS

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“Proposed Change of Company Name”	the proposal to change the English name of the Company from “Modern Beauty Salon Holdings Limited” to “Modern Healthcare Technology Holdings Limited” and to change the dual foreign name in Chinese of the Company from “現代美容控股有限公司” to “現代健康科技控股有限公司”
“Share(s)”	the ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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**LETTER FROM THE BOARD**

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**MODERN BEAUTY SALON HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 919)**

**Board of Directors**

*Executive Directors:*

Dr. Tsang Yue, Joyce

*(Chairperson and Chief Executive Officer)*

Mr. Yip Kai Wing

Ms. Yeung See Man

*Registered office:*

P.O. Box 309

Ugland House

Grand Cayman

KY1-1104

Cayman Islands

*Independent Non-executive Directors:*

Ms. Liu Mei Ling, Rhoda

Dr. Wong Man Hin, Raymond

Mr. Hong Po Kui, Martin

*Head office and principal place  
of business in Hong Kong:*

Workshops Nos. 66-68

6th Floor, Sino Industrial Plaza

9 Kai Cheung Road

Kowloon Bay

Kowloon

Hong Kong

4 March 2020

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED CHANGE OF COMPANY NAME  
AND  
NOTICE OF EXTRAORDINARY GENERAL MEETING**

**INTRODUCTION**

The Board refers to the announcement made by the Company on 20 February 2020 relating to the Proposed Change of Company Name.

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## LETTER FROM THE BOARD

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The purpose of this circular is to provide you with, among other things, (a) further information on the Proposed Change of Company Name; and (b) notice of the EGM at which a special resolution will be proposed to approve the Proposed Change of Company Name.

### **PROPOSED CHANGE OF COMPANY NAME**

The Board proposes to change the English name of the Company from “Modern Beauty Salon Holdings Limited” to “Modern Healthcare Technology Holdings Limited” and to change the dual foreign name in Chinese of the Company from “現代美容控股有限公司” to “現代健康科技控股有限公司”, subject to the condition as set out in the paragraph headed “Condition for the Proposed Change of Company Name” below.

### **CONDITION FOR THE PROPOSED CHANGE OF COMPANY NAME**

The Proposed Change of Company Name will become effective subject to the satisfaction of the approval on the Proposed Change of Company Name by the Shareholders by way of a special resolution at the EGM.

The relevant filing with the Registrar of Companies in the Cayman Islands will be made after the passing of the special resolution at the EGM. Subject to the satisfaction of the condition set out above, the Proposed Change of Company Name will take effect from the date of the special resolution of the Shareholders approving the Proposed Change of Company Name. Thereafter, the Company will carry out all necessary registration and/or filing procedures with the Companies Registry in Hong Kong and the Registrar of Companies in the Cayman Islands.

### **REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME**

The Group is principally engaged in the provision of beauty and wellness services and sales of skincare and wellness products.

With further development and expansion of the business scope of the Group, the Board considers that the Proposed Change of Company Name will provide the Company with a more appropriate corporate identity and strategic direction. As such, the Board considers that the proposed new name of the Company will better reflect and highlight the Company’s future strategic business plan, and provide the Company with a fresh corporate image and identity which will benefit the Company’s future development. Therefore, the Board considers that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole.

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## LETTER FROM THE BOARD

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### **EFFECTS OF THE PROPOSED CHANGE OF COMPANY NAME**

The Proposed Change of Company Name will not affect any of the rights of the Shareholders or the Company's daily business operation and its financial position. All existing share certificates of the Company in issue bearing the Company's existing name shall, upon the Proposed Change of Company Name becoming effective, continue to be evidence of title to such the securities of the Company and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangements for exchange of existing share certificates for new share certificates bearing the new name of the Company. Share certificates of the Company which are issued after the Proposed Change of Company Name becoming effective will be issued only in the new name of the Company. Subject to the confirmation by the Stock Exchange, the Shares will be traded on the Stock Exchange in the new English and Chinese stock short name of the Company after the Proposed Change of Company Name becoming effective.

### **EGM**

A notice convening the EGM to be held at Unit 1103-06, China Building, 29 Queen's Road Central, Hong Kong on Friday, 27 March 2020 at 11:00 a.m. is set out on pages EGM-1 to EGM-2 of this circular. A proxy form in blue for the EGM is enclosed. Whether or not you intend to attend the EGM, you are requested to complete the enclosed proxy form in accordance with the instructions printed thereon and return the same to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, situated at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong by 11:00 a.m. (Hong Kong time) on Wednesday, 25 March 2020 or not less than 48 hours before the time appointed for holding any adjourned meeting. Completion and return of the proxy form will not preclude you from attending and voting at the EGM or any adjourned meeting thereof should you so wish, and in such case, the proxy form previously submitted shall be deemed to be revoked.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, as none of the Shareholders has a material interest in the Proposed Change of Company Name, no Shareholders will be required to abstain from voting on the special resolution approving the Proposed Change of Company Name at the EGM.

### **VOTING BY POLL**

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll. The chairman of the EGM will exercise his or her power under Article 90.1 of the Articles to put the special resolution to be proposed at the EGM to be voted by way of a poll. Pursuant to Article 97 of the Articles, every Shareholder present in person or by proxy shall have one vote for every Share held by that Shareholder on a poll.

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## LETTER FROM THE BOARD

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### GENERAL

Further announcement(s) will be made by the Company to inform the Shareholders of the results of the EGM, the effective date of the Proposed Change of Company Name, the new English and Chinese stock short name for trading of the Shares on the Stock Exchange.

### RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other facts the omission of which would make any statement herein misleading.

### RECOMMENDATION

The Directors are of the view that the Proposed Change of Company Name is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that the Shareholders vote in favour of the special resolution to be proposed at the EGM to approve the Proposed Change of Company Name.

On behalf of the Board  
**Modern Beauty Salon Holdings Limited**  
**Dr. Tsang Yue, Joyce**  
*Chairperson*



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## NOTICE OF EGM

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### MODERN BEAUTY SALON HOLDINGS LIMITED

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 919)**

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (“EGM”) of Modern Beauty Salon Holdings Limited (“**Company**”) will be held at Unit 1103-06, China Building, 29 Queen’s Road Central, Hong Kong on Friday, 27 March 2020 at 11:00 a.m., to consider and, if thought fit, pass the following resolution as a special resolution:

#### SPECIAL RESOLUTION

**IT IS RESOLVED AS A SPECIAL RESOLUTION THAT** the English name of the Company be changed from “Modern Beauty Salon Holdings Limited” to “Modern Healthcare Technology Holdings Limited” and the dual foreign name in Chinese of the Company be changed from “現代美容控股有限公司” to “現代健康科技控股有限公司”.

On behalf of the Board

**Modern Beauty Salon Holdings Limited**

**Dr. Tsang Yue, Joyce**

*Chairperson*

Hong Kong, 4 March 2020

*As at the date of this notice, the Board consists of three Executive Directors, Dr. Tsang Yue, Joyce, Mr. Yip Kai Wing and Ms. Yeung See Man and three Independent Non-executive Directors, Ms. Liu Mei Ling, Rhoda, Dr. Wong Man Hin, Raymond and Mr. Hong Po Kui, Martin.*

*Notes:*

1. Any member of the Company entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote instead of him. Any member of the Company who is the holder of two or more Shares may appoint more than one proxy to represent him and vote on his behalf. A proxy need not be a member of the Company. If more than one proxy is so appointed, the appointment shall specify the number and class of shares of the Company in respect of which each such proxy is so appointed.

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## NOTICE OF EGM

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2. A form of proxy in blue is enclosed with this circular. To be valid, the form of proxy, together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong by 11:00 a.m. (Hong Kong time) on Wednesday, 25 March 2020 or not less than 48 hours before the time appointed for holding any adjourned meeting. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the EGM if you so wish, and in such case, the proxy form previously submitted shall be deemed to be revoked.
3. Where there are joint holders of any share, any one of such joint holder may vote, either in person or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the EGM the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
4. Pursuant to Rule 13.39(4) of the Listing Rules, any votes of shareholders at a general meeting must be taken by poll (except for those relating purely to a procedural or administrative matter which may be voted on by a show of hands). Therefore, the special resolution to be proposed at the EGM shall be voted by poll.