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**SAMSONITE INTERNATIONAL S.A.**

**新秀麗國際有限公司**

*13–15 Avenue de la Liberté, L-1931 Luxembourg*

**R.C.S. LUXEMBOURG: B 159.469**

*(Incorporated in Luxembourg with limited liability)*

**(Stock code: 1910)**

**GRANT OF PREMIUM- PRICED SHARE OPTIONS  
PURSUANT TO THE SHARE AWARD SCHEME AND  
LONG-TERM INCENTIVE CASH AWARDS**

On May 26, 2022, the Company granted (i) premium-priced Options pursuant to the Share Award Scheme to the Executive Director of the Company and to the Company’s senior management team and (ii) long-term incentive cash awards to certain other employees of the Company and its subsidiaries (the “**Group**”), details of which are set out in this announcement. This announcement is made pursuant to Rule 17.06A of the Listing Rules.

**A. Introduction**

The board of directors of the Company (the “**Board**”) announces that on May 26, 2022 (the “**Grant Date**”), pursuant to the Share Award Scheme, the Company granted premium-priced share options (the “**Options**”) to Mr. Kyle Francis Gendreau, the Executive Director and Chief Executive Officer of the Company, and to the members of the Company’s senior management team (collectively, the “**Option Grantees**”), subject to acceptance by the Option Grantees.

In light of the continuing challenges and uncertainties caused by the COVID-19 pandemic, the resulting impacts on the Company’s share price, and the difficulty of setting meaningful and reliable financial performance goals applicable to performance-related long-term incentive (“**LTI**”) awards during the ongoing COVID-19 pandemic, the Remuneration Committee of the Board has decided that it will not grant market-priced share options or performance-based or time-based restricted share units (“**RSUs**”) under the Share Award Scheme for this year’s grants. Instead, the Company has granted to the Option Grantees Options which have an exercise price that represents a significant premium to the market price of the Company’s shares (the “**Shares**”). By setting an exercise price for the Options at a premium to the market price of the Shares, the Company believes that it has created a meaningful performance condition that is directly tied to the successful creation of future shareholder value and which allows the Option Grantees to participate in the long-term creation of value for the Company’s shareholders.

The Options granted entitle the Option Grantees to subscribe for a total of 14,369,144 new Shares at an exercise price of HK\$17.97 per Share, which represents a 10% premium over the closing price of the Shares on May 26, 2022. The Shares underlying the Options granted represent approximately 1.00% of the Company's issued share capital as of the date of this announcement. This is consistent with the Remuneration Committee's previously announced policy that the maximum equity dilution from all awards granted under the Share Award Scheme in each calendar year will not exceed 1.25% of the Company's issued share capital.

The Company also granted LTI cash bonus opportunities (the "**LTI Cash Awards**") to certain employees of the Group other than the Option Grantees (collectively, the "**Cash LTI Grantees**"). The LTI Cash Awards entitle the Cash LTI Grantees to receive a target cash amount (the "**Target Amount**"), subject to vesting in three equal tranches over a three-year period. The LTI Cash Awards are intended to aid in the retention of the Cash LTI Grantees since they will vest over a period of time and since, assuming vesting, the payment of the Target Amount is assured. In addition, in order to incentivize future performance, the LTI Cash Awards provide the Cash LTI Grantees with the opportunity to share in the upside if the Share price increases over the three-year vesting period. The amount payable to the Cash LTI Grantees under the LTI Cash Awards will increase (subject to a maximum cap equal to 150% of the Target Amount) if certain share price targets are met.

The use of the LTI Cash Awards in lieu of further awards under the Share Award Scheme allows the Company to provide long-term incentive opportunities to certain key employees of the Group while ensuring that the maximum equity dilution from all awards granted under the Share Award Scheme in 2022 will not exceed 1.25% of the Company's issued share capital, as explained above.

## **B. Details of the Grants of Options (other than to Mr. Kyle Francis Gendreau)**

Details of the grants of Options made to the members of the Company's senior management team (other than to Mr. Kyle Francis Gendreau) are set out below:

<b>Grant Date</b>	May 26, 2022
<b>Number of Shares issuable under the Options granted:</b>	8,709,816
<b>Exercise price of the Options granted:</b>	HK\$17.97
<b>Closing price of the Shares on the Grant Date:</b>	HK\$16.34
<b>Validity period of the Options granted:</b>	10 years from the Grant Date and the Options will lapse on May 26, 2032
<b>Vesting dates of the Options granted:</b>	25% of the Options granted will vest on each of May 26, 2023, May 26, 2024, May 26, 2025 and May 26, 2026

## **C. Details of the Grant of Option to Mr. Kyle Francis Gendreau**

Details of the grant of an Option made to Mr. Kyle Francis Gendreau, the Executive Director and

Chief Executive Officer of the Company, are set out below:

<b>Grant Date</b>	May 26, 2022
<b>Number of Shares issuable under the Option granted:</b>	5,659,328
<b>Exercise price of the Option granted:</b>	HK\$17.97
<b>Closing price of the Shares on the Grant Date:</b>	HK\$16.34
<b>Validity period of the Option granted:</b>	10 years from the Grant Date and the Option will lapse on May 26, 2032
<b>Vesting dates of the Option granted:</b>	25% of the Option granted will vest on each of May 26, 2023, May 26, 2024, May 26, 2025 and May 26, 2026

The grant of the Option to Mr. Kyle Francis Gendreau has been approved by the Independent Non-executive Directors of the Company as required under Rule 17.04(1) of the Listing Rules.

**D. Other Information**

Save for Mr. Kyle Francis Gendreau, none of the Option Grantees or the Cash LTI Grantees is a director, chief executive or substantial shareholder of the Company or any of their respective associates (as defined in the Listing Rules).

By Order of the Board  
**SAMSONITE INTERNATIONAL S.A.**  
**Timothy Charles Parker**  
*Chairman*

Hong Kong, May 26, 2022

*As of the date of this announcement, the Executive Director is Kyle Francis Gendreau, the Non-Executive Director is Timothy Charles Parker, and the Independent Non-Executive Directors are Paul Kenneth Eтчells, Jerome Squire Griffith, Keith Hamill, Tom Korbas, Bruce Hardy McLain (Hardy) and Ying Yeh.*