Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

SAMSONITE GROUP S.A.
新秀麗集團有限公司

13–15 Avenue de la Liberté, L-1931 Luxembourg
R.C.S. LUXEMBOURG: B 159469
(Incorporated in Luxembourg with limited liability)
(Stock code: 1910)

DISCLOSEABLE TRANSACTION
ACQUISITION OF BÉIS, LLC

The Acquisition

On August 12 2026, the Company's wholly-owned subsidiary, the Purchaser, entered into the Membership Interest Purchase Agreement with Beis and the Sellers in relation to the Acquisition, pursuant to which the Purchaser has agreed to purchase from the Sellers the Acquired Interests (representing 85% of the outstanding membership interests in Beis) for a cash consideration of US$178.5 million, subject to certain adjustments and on the terms and conditions set forth therein.

Beis owns BÉIS, LLC ("**BÉIS**"), a leading lifestyle and travel brand founded in 2018 by actress and entrepreneur, Ms. Shay Mitchell, and incubated by Beach House Group.

Subject to the satisfaction or waiver of the conditions of the Acquisition, Closing of the Acquisition is currently expected to take place in the fourth quarter of 2026.

Upon Closing, Beis will be owned as to 85% and 15% by the Purchaser and Home Beis, respectively, and will become a subsidiary of the Company.

Under the terms of the Amended and Restated Operating Agreement to be entered into at Closing, at any time following the third anniversary of the Closing, one of the Sellers that is retaining approximately half of its existing membership interests in Beis, Home Beis (which is owned by Ms. Shay Mitchell), has the right to exercise the Put Option to require Beis to purchase the Rollover Units (representing 15% of the outstanding membership interests in Beis) from Home Beis, and Beis has the right to exercise the Call Option to require Home Beis to sell the Rollover Units to Beis.

The Acquisition will expand the Group's travel and lifestyle portfolio while strengthening its digital capabilities, and enhancing its growth profile in North America. Following Closing, BÉIS will continue to operate as a standalone brand within the Group's portfolio, led by Ms. Adeela Hussain Johnson, the Chief Executive Officer of BÉIS, and its talented existing management team. Ms. Shay Mitchell will continue to

lead the brand's long-term creative and product vision following Closing as Founder and Head of Creative and Design.

Listing Rules Implications

As the exercise of the Put Option is not at the discretion of the Company, according to Listing Rule 14.74(1), on the grant of the Put Option, the Acquisition will be classified as if the Put Option had been exercised. As the exercise of the Call Option is at the discretion of the Company, according to Listing Rule 14.75(1), on the grant of the Call Option, only the premium (which is nil) will be taken into consideration for the purpose of classification of the Acquisition.

As the highest applicable percentage ratios in respect of the Acquisition (based on the Company's current estimate of the maximum Final Purchase Price after adjustments as described in "*The Membership Interest Purchase Agreement – Consideration*" below and assuming the Put Option had been exercised) exceeds 5% but is less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

The Company will comply with the relevant requirements of the Listing Rules if and when the Call Option is exercised.

THE CONSUMMATION OF THE ACQUISITION IS SUBJECT TO THE SATISFACTION OR WAIVER OF THE CONDITIONS SET FORTH IN THE MEMBERSHIP INTEREST PURCHASE AGREEMENT. THEREFORE, THE ACQUISITION MAY OR MAY NOT PROCEED. INVESTORS AND SHAREHOLDERS ARE ADVISED TO EXERCISE CAUTION IN DEALING IN THE COMPANY'S SECURITIES.

INTRODUCTION

On August 12 2026, the Company's wholly-owned subsidiary, the Purchaser, entered into the Membership Interest Purchase Agreement with Beis and the Sellers in relation to the Acquisition, pursuant to which the Purchaser has agreed to purchase from the Sellers the Acquired Interests (representing 85% of the outstanding membership interests in Beis) for cash consideration of US$178.5 million, on the terms and conditions set forth therein.

Under the terms of the Amended and Restated Operating Agreement to be entered into at Closing, at any time following the third anniversary of the Closing, one of the Sellers that is retaining approximately half of its existing membership interests in Beis, Home Beis, has the right to exercise the Put Option to require Beis to purchase the Rollover Units (representing 15% of the outstanding membership interests in Beis) from Home Beis, and Beis has the right to exercise the Call Option to require Home Beis to sell the Rollover Units to Beis.

THE MEMBERSHIP INTEREST PURCHASE AGREEMENT

The principal terms of the Membership Interest Purchase Agreement are as follows:

Date

The Membership Interest Purchase Agreement was entered into by the parties on August 12, 2026.

Parties

(i) Beis;
(ii) the Purchaser, as purchaser of the Acquired Interests in Beis;
(iii) the Sellers, as sellers of the Acquired Interests in Beis; and
(iv) Beach House Group, solely in its capacity as Sellers' Representative.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, each of Beis, the Sellers and their respective ultimate beneficial owners are third parties independent of the Company and its connected person(s) (as defined under the Listing Rules).

Subject Matter of the Acquisition

Pursuant to the Membership Interest Purchase Agreement, the Purchaser has agreed to purchase from the Sellers, and the Sellers have agreed to sell to the Purchaser, the Acquired Interests (representing 85% of the outstanding membership interests in Beis).

Consideration

The Acquisition represents a total enterprise value of Beis of approximately US$210 million on a cash-free, debt-free basis. The consideration for the Acquisition is US$178.5 million, subject to adjustments for the amount of cash, indebtedness and net working capital of Beis in accordance with the agreed accounting principles, as calculated by the Sellers as of the day immediately prior to the Closing (such adjustments being the "**Closing Adjustments**") and subject to adjustment for the Rollover Units. The Closing Adjustments are subject to true-up based on the Purchaser's calculations within 90 calendar days after Closing (such adjustments being the "**Post-Closing Adjustments**" and the consideration for the Acquisition as finally determined following the Post-Closing Adjustments, the "**Final Purchase Price**").

The consideration for the Acquisition after the Closing Adjustments and adjustment for the Rollover Units (the "**Initial Purchase Price**") will be paid in cash by the Purchaser to the Sellers (or as they may direct) at Closing. Upon the determination of the Final Purchase Price, any difference between the Initial Purchase Price and the Final Purchase Price will be paid by or to the Purchaser or the Sellers (as the case may be).

The consideration for the Acquisition was determined after arm's length negotiations between the Purchaser and the Sellers with reference to the enterprise valuation of Beis, and will be funded by the Group with cash on hand and available borrowing capacity under its revolving credit facility.

Conditions Precedent

The obligations of the Purchaser to complete the Acquisition are subject to the satisfaction or waiver on or prior to the date of Closing of certain customary closing conditions, including:

- the representations and warranties made by the Sellers and Beis (other than certain fundamental representations) being true and correct as of the date of Closing, except as has not had a material adverse effect on Beis, and the fundamental representations and warranties made by the Sellers and Beis being true and correct in all material respects as of the date of Closing;
- the Sellers and Beis having complied in all material respects with their obligations under the Membership Interest Purchase Agreement;
- there having been no material adverse effect on the business of Beis since the date of the Membership Interest Purchase Agreement;
- the consummation of the Acquisition not being prohibited by law;
- the absence of any pending or threatened action by a governmental authority that would prevent the consummation of the Acquisition or would adversely impact the ability of the Purchaser to operate the acquired business; and
- the expiration or termination of the waiting period under the U.S. Hart-Scott-Rodino Antitrust Improvements Act of 1974 and no law or government order will prohibit the consummation of the Acquisition.

The obligations of the Sellers and Beis to complete the Acquisition are subject to the satisfaction or waiver on or prior to the date of Closing of the following conditions:

- the representations and warranties made by the Purchaser being true and correct as of the date of Closing, except as has not had and would not reasonably be expected to have, a material adverse effect on the ability of the Purchaser to consummate the transactions contemplated by the Membership Interest Purchase Agreement;
- the Purchaser having complied in all material respects with its obligations under the Membership Interest Purchase Agreement;
- the consummation of the Acquisition not being prohibited by law;
- the absence of any pending or threatened action by a governmental authority that would prevent the consummation of the Acquisition; and
- the expiration or termination of the waiting period under the U.S. Hart-Scott-Rodino Antitrust Improvements Act of 1974 and no law or government order will prohibit the consummation of the Acquisition.

Termination Rights

The parties are entitled to terminate the Membership Interest Purchase Agreement under, amongst others, the following circumstances:

- by mutual written consent of Purchaser and the Sellers' representative;
- by either the Purchaser or the Sellers' representative if Closing has not occurred on or prior to the date that is four months after the date of the Membership Interest Purchase Agreement, which period may be extended in order to obtain expiration or termination of the waiting period under the U.S. Hart-Scott-Rodino Antitrust Improvements Act of 1974;
- by either the Purchaser or the Sellers' representative in the event of a final non-appealable governmental order permanently enjoining, restraining, preventing or otherwise prohibiting the closing or making consummation of the closing illegal;
- by the Purchaser upon any material breach by Beis or a Seller of any covenant, agreement, representation or warranty under the Membership Interest Purchase Agreement that is not cured in a timely manner; or
- by the Sellers' representative upon any material breach by the Purchaser of any covenant, agreement, representation or warranty under the Membership Interest Purchase Agreement that is not cured in a timely manner.

Closing

Subject to the satisfaction or waiver of the conditions of the Acquisition, Closing of the Acquisition is currently expected to take place in the fourth quarter of 2026.

Upon Closing, Beis will be owned as to 85% and 15% by the Purchaser and Home Beis, respectively, and will become a subsidiary of the Company.

PUT OPTION AND CALL OPTION

Under the terms of the Amended and Restated Operating Agreement, at any time following the third anniversary of the Closing:

(i) Home Beis has the right to exercise the Put Option to require Beis to purchase the Rollover Units (representing 15% of the outstanding membership interests in Beis) from Home Beis in up to two tranches; and

(ii) Beis has the right to exercise the Call Option to require Home Beis to sell all of the Rollover Units to Beis.

The price payable in connection with the acquisition by Beis of the Rollover Units from Home Beis pursuant to any exercise of the Put Option or the Call Option (as the case may be) will be determined based on a multiple of the variable contribution of Beis, being the net sales from the sale of products by Beis less certain costs and expenses attributable to such net sales for the period of four consecutive fiscal quarters ending on the last day of the most recently ended fiscal quarter of Beis preceding the date of delivery of the exercise notice for the Put Option or the Call Option (as the case may be). For illustrative purposes only and assuming there is no change in the shareholding structure of Beis after Closing, upon completion of the acquisition by Beis of the Rollover Units from Home Beis pursuant to any exercise of the Put Option or the Call Option (as the case may be), the Purchaser's membership interest in Beis will be increased from 85% to 100%.

INFORMATION ABOUT THE PARTIES

The Company and the Purchaser

With a heritage dating back to 1910, the Company, together with its consolidated subsidiaries, is a leader in the global lifestyle bag industry and is the world's best-known and largest travel luggage company. The Group is principally engaged in the design, manufacture, sourcing and distribution of luggage, business and computer bags, outdoor and casual bags and travel accessories throughout the world, primarily under the Samsonite®, Tumi®, American Tourister®, Gregory®, High Sierra®, Lipault® and Hartmann® brand names as well as other owned and licensed brand names.

The Purchaser is a wholly-owned subsidiary of the Company.

The Sellers

Beach House Group is a limited liability company formed in the State of Delaware, the U.S. and is principally engaged in brand incubation, investment, and long-term strategic growth. The Beach House Group incubates in the beauty, health and wellness industry with expertise spanning from brand and product development to design, licensing, procurement and omnichannel sales including retail and direct-to-consumer.

Home Beis is a corporation incorporated in the State of California, the U.S. and is principally engaged in investment holding. Home Beis is owned by Ms. Shay Mitchell.

Ms. Shay Mitchell is the Founder and Chief Creative Officer of Beis.

Ms. Adeela Hussain Johnson is the Chief Executive Officer of Beis.

Ms. Elizabeth Ann Money is the Senior Vice President of Brand and Creative of Beis.

Beis

Beis is a limited liability company formed in the State of Delaware, U.S. and owns BÉIS, a leading lifestyle and travel brand founded in 2018 by actress and entrepreneur, Ms. Shay Mitchell.

The unaudited net sales of Beis for the year ended December 31, 2025 was US$209.8 million.

The unaudited consolidated net profits before and after taxation of Beis for the two years ended December 31, 2024 and December 31, 2025 are set out below:

(in US$ millions)	For the year ended December 31, 2024	For the year ended December 31, 2025
Net profit before taxation	25.5	17.1
Net profit after taxation	25.0	16.7

The unaudited consolidated net asset value of Beis as at June 30, 2026 was approximately US$37.8 million.

Note: The above financial figures were based on the audited financial statements of Beis that were prepared under U.S. GAAP, whereas the financial figures of the Company are reported under IFRS. The Company believes that there are no material differences between the financial figures as reported under U.S. GAAP and such financial figures if reported under IFRS.

REASONS AND BENEFITS OF THE ACQUISITION

BÉIS is a digitally native lifestyle and travel brand that offers differentiated luggage and lifestyle bag offerings, exceptional consumer engagement, and a sophisticated digital marketing and e-commerce ecosystem. Leveraging social media, creator partnerships, and strategic brand collaborations, BÉIS has cultivated a loyal customer base and a social media following of over 1.4 million on Instagram and more than 619,000 on TikTok. The Acquisition will expand the Group's travel and lifestyle portfolio while strengthening its digital capabilities and enhancing its growth profile in North America.

BÉIS will expand the Group's reach among younger, predominantly female consumers and will increase its exposure to faster growing lifestyle bag categories, which comprise approximately 50% of BÉIS' net sales. The brand has delivered rapid, profitable growth, generating approximately US$210 million in 2025 net sales at attractive margins and is expected to further enhance the Group's net sales growth profile. The Group expects to leverage its global distribution network, product innovation capabilities, sourcing expertise and logistics platform to introduce BÉIS brand to new consumers. The Acquisition is expected to have minimal impact on the Group's profitability at Closing, with opportunities for operating efficiencies over time as BÉIS continues to grow and benefit from the Group's global scale and operating platform.

Following Closing, BÉIS will continue to operate as a standalone brand within the Group's portfolio, led by Ms. Adeela Hussain Johnson, the Chief Executive Officer of BÉIS, and its talented existing management team. Ms. Shay Mitchell will continue to lead the brand's long-term creative and product vision following Closing as Founder and Head of Creative and Design.

Based on the above, the Directors, including the independent non-executive Directors, consider that the terms of, and the transactions contemplated under, the Membership Interest Purchase Agreement are fair and reasonable, and are in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As the exercise of the Put Option is not at the discretion of the Company, according to Listing Rule 14.74(1), on the grant of the Put Option, the Acquisition will be classified as if the Put Option had been exercised. As the exercise of the Call Option is at the discretion of the Company, according to Listing Rule 14.75(1), on the grant of the Call Option, only the premium (which is nil) will be taken into consideration for the purpose of classification of the Acquisition.

As the highest applicable percentage ratios in respect of the Acquisition (based on the Company's current estimate of the maximum Final Purchase Price after adjustments as described in "*The Membership Interest Purchase Agreement – Consideration*" above and assuming the Put Option had been exercised) exceeds 5%

but is less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements under Chapter 14 of the Listing Rules.

The Company will comply with the relevant requirements of the Listing Rules if and when the Call Option is exercised.

THE CONSUMMATION OF THE ACQUISITION IS SUBJECT TO THE SATISFACTION OR WAIVER OF THE CONDITIONS SET FORTH IN THE MEMBERSHIP INTEREST PURCHASE AGREEMENT. THEREFORE, THE ACQUISITION MAY OR MAY NOT PROCEED. INVESTORS AND SHAREHOLDERS ARE ADVISED TO EXERCISE CAUTION IN DEALING IN THE COMPANY'S SECURITIES.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise.

"Acquisition"	the acquisition of the Acquired Interests pursuant to the Membership Interest Purchase Agreement;
"Acquired Interests"	all of the outstanding membership interests in Beis other than the Rollover Units;
"Amended and Restated Operating Agreement"	the Amended and Restated Operating Agreement of Beis to be entered into between Beis, the Purchaser and Home Beis upon Closing;
"Beach House Group"	Beach House Group Sales, LLC, a limited liability company formed in the State of Delaware, the U.S.;
"Beis"	Beis, LLC, a limited liability company formed in the State of Delaware, U.S.;
"Call Option"	the call option under the Amended and Restated Operating Agreement exercisable by the Purchaser to require Home Beis to sell the Rollover Units to Beis;
"Closing"	the completion of the Acquisition pursuant to the terms of the Membership Interest Purchase Agreement;
"Company"	Samsonite Group S.A., a company incorporated in Luxembourg with limited liability, the shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited;
"Directors"	the directors of the Company;
"Final Purchase Price"	has the meaning as defined in "*The Membership Interest Purchase Agreement – Consideration*" of this announcement;
"Group"	collectively, the Company and its subsidiaries, including without limitation with effect from Closing, Beis;
"Home Beis"	Home Beis, Inc., a corporation incorporated in California, the U.S.;

"IFRS"	the International Financial Reporting Standards as issued by the International Accounting Standards Board;
"Initial Purchase Price"	has the meaning as defined in "*The Membership Interest Purchase Agreement – Consideration*" of this announcement;
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
"Membership Interest Purchase Agreement"	the membership interest purchase agreement dated August 12, 2026, entered into between the Purchaser, Beis the Sellers and Beach House Group, solely in its capacity as the Sellers' Representative, in relation to the Acquisition;
"Post-Closing Adjustments"	has the meaning as defined in "*The Membership Interest Purchase Agreement – Consideration*" of this announcement;
"Purchaser"	Samsonite LLC, a limited liability company formed in the State of Delaware, the U.S., and a wholly-owned subsidiary of the Company;
"Put Option"	the put option under the Amended and Restated Operating Agreement exercisable by Home Beis to require Beis to purchase the Rollover Units from Home Beis;
"Rollover Units"	approximately 50% of the membership interests in Beis held by Home Beis as of the date of the Membership Interest Purchase Agreement;
"Sellers"	collectively, Beach House Group, Home Beis, Ms. Adeela Hussain Johnson and Ms. Elizabeth Ann Money;
"Shareholders"	the shareholders of the Company;
"U.S."	the United States of America;
"U.S. GAAP"	U.S. Generally Accepted Accounting Principles; and
"US$"	United States dollars, the lawful currency of the United States.

By Order of the Board
SAMSONITE GROUP S.A.
Jerome Squire Griffith
Chairman

Mansfield, Massachusetts, U.S.A., August 13, 2026

As of the date of this announcement, the Executive Director is Kyle Francis Gendreau and the Independent Non-Executive Directors are Claire Marie Bennett, Angela Iris Brav, Jerome Squire Griffith, Glenn Robert Richter, Sameer Suneja and Deborah Maria Thomas.