

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 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)

PROPOSED ADOPTION OF 2022 SHARE AWARD SCHEME

CLARIFICATION ANNOUNCEMENT

Reference is made to the circular (the “**Circular**”) to the shareholders (the “**Shareholders**”) of Samsonite International S.A. (the “**Company**”) dated November 29, 2022. Terms defined in the Circular shall have the same meanings in this announcement.

As disclosed in the Circular, the 2022 Share Award Scheme is subject to the administration of the Remuneration Committee of the Board, who under authority delegated to it by the Board, has the power to grant Awards. The composition of the Remuneration Committee will be determined in accordance with the Listing Rules and will comprise non-executive Directors only.

Participants of the 2022 Share Award Scheme are limited to (i) the executive Directors and/or the executive directors of the Company’s subsidiaries, and/or (ii) the employees (including the Senior Managers) of the Group, including prospective executive Directors/directors or employees. This means that the Directors involved in the administration of the Scheme (i.e. the non-executive Directors) are not eligible to receive any Awards under the 2022 Share Award Scheme.

The Company wishes to clarify and highlight to Shareholders that:

- (i) the Board has already delegated to the Remuneration Committee the power to grant Awards, to determine the terms on which Awards are granted, and to administer the 2022 Share Award Scheme, and the Board will not rescind such delegation;
- (ii) in the event the Board considers any further action is required to be taken with respect to the administration of the Scheme, the executive Directors will abstain from voting on any such resolution. This is to ensure that the management and administration of any matters relating to the Scheme remain with the Remuneration Committee and the non-executive Directors who are not eligible to receive Awards under the Scheme; and
- (iii) under no circumstances will Directors eligible to receive Awards under the Scheme (i.e., executive Directors) be involved in the administration of the Scheme.

Shareholders should refer to the Circular for further details regarding the 2022 Share Award Scheme.

As noted in the Circular, due to the current COVID-19 situation, the General Meeting will be held on Wednesday, December 21, 2022 at 1:00 P.M. (CET) / 8:00 P.M. (Hong Kong time) without holding a physical meeting as permitted under the Luxembourg Covid-19 Law. Shareholders are strongly encouraged to exercise their right to vote at the General Meeting by appointing the chairman of the General Meeting as their proxy. Further details relating to the arrangements for the General Meeting are set out in the Circular.

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

Hong Kong, December 8, 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 Claire Marie Bennett, Angela Iris Brav, Paul Kenneth Etchells, Jerome Squire Griffith, Tom Korbas and Ying Yeh.