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SAMSONITE GROUP S.A.

新秀丽集團有限公司

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)

NOTICE OF GENERAL MEETING

Notice is hereby given that an General Meeting (the “**General Meeting**”) of Samsonite Group S.A. (the “**Company**”) will be held at 13-15 Avenue de la Liberté, L-1931 Luxembourg and by video conference at United Conference Centre, 10/F, United Centre, 95 Queensway, Admiralty, Hong Kong on Thursday, March 19, 2026 at 12:00 p.m. (CET)/7:00 p.m. (Hong Kong time) for the purposes of considering and, if thought fit, passing (with or without amendments) the following resolution:

ORDINARY RESOLUTION

To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

1. **“THAT:**
 - (a) subject to paragraphs 1(b), 1(c) and 1(d) below, an issuance mandate be and is hereby unconditionally given to the directors of the Company (the “**Director(s)**”) to allot, issue and deal with additional shares of the Company (“**Shares**”) within the limits of the authorized capital at the time of the Company’s potential dual listing of the Shares in the form of American depository shares representing Shares on a stock exchange in the United States (the “**Potential Dual Listing**”) in accordance with all applicable laws, rules and regulations;
 - (b) the total number of Shares to be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to the issuance mandate in paragraph 1(a) above shall not exceed 138,306,408 Shares and the issuance mandate shall be limited accordingly;

- (c) the issuance mandate in paragraph 1(a) above shall authorize the Directors to allot and issue, or agree conditionally or unconditionally to allot and issue, Shares for a cash consideration, provided that the relevant issuance price of the Shares shall (i) not be at more than a 15% discount to the last closing price of the Shares immediately before the underwriting agreement for such issuance of Shares is signed and (ii) not be at a 20% or more discount to the Benchmarked Price of the Shares (as defined in the Company's circular to shareholders dated February 16, 2026);
- (d) the maximum combined number of Shares which may be allotted, issued or dealt with pursuant to the issuance mandate in paragraph 1(a) above and the existing share issuance mandate granted to the Directors by a resolution of the shareholders of the Company ("**Shareholder(s)**") passed at the annual general meeting of the Company on June 3, 2025 (the "**Existing Share Issuance Mandate**") shall not exceed the limit under the Existing Share Issuance Mandate; and
- (e) the issuance mandate in paragraph 1(a) above will be valid until the conclusion of the annual general meeting of the Company to be held on June 4, 2026 and will automatically terminate upon the occurrence of the potential dual listing."

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

Luxembourg, February 16, 2026

Notes:

1. The resolution at the General Meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxies are so appointed, the appointment shall specify the number of Shares in respect of which each such proxy is so appointed.
3. Any shareholder of the Company whose ownership is either recorded through the Central Clearing and Settlement System (“**CCASS**”) or maintained with a licensed securities dealer (i.e. not directly recorded in his/her/its own name in the register of members of the Company) shall only be entitled to vote by providing his/her/its instructions to vote to HKSCC Nominees Limited either directly as a CCASS Participant or through its licensed securities dealer and the relevant financial intermediaries.
4. In order to be valid, the form of proxy must be deposited at the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong or at the Company’s registered office at 13-15 Avenue de la Liberté, L-1931 Luxembourg not less than 48 hours (excluding any part of a day that is a public holiday) before the time appointed for the holding of the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. For determining the entitlement to attend and vote at the General Meeting, the register of members of the Company will be closed from Friday, March 13, 2026 to Thursday, March 19, 2026, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the General Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s registered office at 13-15 Avenue de la Liberté, L-1931 Luxembourg or with the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1717, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, March 12, 2026 (Hong Kong time).
6. In order to comply with its legal obligations under relevant laws (including, without limitation, the Luxembourg law dated August 10, 1915 on commercial companies as amended, the Luxembourg law dated November 12, 2004 on the fight against money laundering and terrorist financing as amended, any Luxembourg law implementing the Directive (EU) 2015/849 of the European Parliament and of the Council of May 20, 2015 on the prevention of the use of the financial system for the purposes of money laundering or terrorist financing as amended), the Company shall collect (or has collected) and process (or has processed) your personal data as shareholder of the Company.

The Company is acting as the data user/data controller of the collected personal data.

The legal basis for the processing of the personal data are: (i) the Company’s legitimate interest, and (ii) compliance with legal obligations.

The personal data is collected and processed for the purpose of preparing and holding the General Meeting, preparing and taking of any resolution related to the General Meeting as well as any filing requirements and declarations related to the resolution taken in this context.

The Company shall transmit (or has transmitted) your personal data to its agents, contractors or other third party service providers who provide any administrative, computer and other services to the Company and any duly appointed professionals, such as law firms, banks, consultants, domiciliation agents, auditors, financial experts and other professional advisors and governmental bodies etc. involved in the organization of the General Meeting and in voting operations, as well as subsequent filing requirements. As necessary, sub-processing agreements will be signed with any concerned data processor acting on behalf and for the account of the Company.

Any transfer of your personal data from a member state of the European Union to a recipient located in a third country, will be handled in accordance with Chapter V “Transfers of personal data to third countries or international organisations” of Regulation (EU) 2016/679 of the European Parliament and of the Council of April 27, 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (General Data Protection Regulation).

The Company may store your personal data until it is no longer necessary to retain it to fulfil any of the purposes for which it was collected/processed, without prejudice to further obligations that may apply to the Company and which may require such personal data to be retained for a longer period.

You have the right to request from the Company access to and rectification of your personal data or restriction of processing concerning the data subject or to object to processing, to request the deletion of the data (under certain circumstances), as well as the right to data portability.

Please be also aware that, to the extent it is necessary for the purposes for which your personal data was collected/processed, and provided that the Company always complies with its legal obligations, the Company may disclose your personal data to:

- Governmental bodies; and
- Regulatory and non-regulatory authorities.

Please note that you have the right to lodge a complaint with the Luxembourg supervisory authority (*Commission Nationale pour la Protection des Données*).

Any questions in relation with the processing of your personal data can be sent to the Company’s Joint Company Secretary by e-mail at john.livingston@samsonite.com.

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, Jerome Squire Griffith, Tom Korbas, Glenn Robert Richter and Deborah Maria Thomas.