

---

## CONTENTS

---

### IMPORTANT NOTICE TO INVESTORS

*This Prospectus is issued by Samsonite International S.A. solely in connection with the Hong Kong Public Offering and does not constitute an offer to sell or a solicitation of an offer to buy any security other than the Hong Kong Offer Shares offered by this Prospectus pursuant to the Hong Kong Public Offering. This Prospectus may not be used for the purpose of, and does not constitute, an offer or invitation in any other jurisdiction or in any other circumstances. No action has been taken to permit a public offering of the Offer Shares in any jurisdiction other than Hong Kong and no action has been taken to permit the distribution of this Prospectus in any jurisdiction other than Hong Kong. The distribution of this Prospectus and the offering and sale of the Offer Shares in other jurisdictions are subject to restrictions and may not be made except as permitted under the applicable securities laws of such jurisdictions pursuant to registration with or authorization by the relevant securities regulatory authorities or an exemption therefrom.*

*You should rely only on the information contained in this Prospectus and the Application Forms to make your investment decision. We have not authorized anyone to provide you with information that is different from what is contained in this Prospectus. Any information or representation not made in this Prospectus must not be relied on by you as having been authorized by us, the Selling Shareholders, the Joint Global Coordinators, the Joint Bookrunners, the Sole Sponsor, any of the Underwriters, any of our or their respective directors, officers or representatives or any other person involved in the Global Offering.*

	<u>Page</u>
EXPECTED TIMETABLE .....	i
CONTENTS .....	iv
SUMMARY .....	1
DEFINITIONS .....	20
GLOSSARY OF TECHNICAL TERMS .....	39
FORWARD-LOOKING STATEMENTS .....	41
RISK FACTORS .....	43
EXEMPTIONS FROM THE HONG KONG COMPANIES ORDINANCE AND WAIVERS FROM COMPLIANCE WITH THE LISTING RULES .....	58
INFORMATION ABOUT THIS PROSPECTUS AND THE GLOBAL OFFERING .....	62
DIRECTORS AND PARTIES INVOLVED IN THE GLOBAL OFFERING .....	65
CORPORATE INFORMATION .....	68
HISTORY AND REORGANIZATION .....	71
INDUSTRY OVERVIEW .....	90
BUSINESS .....	113
FINANCIAL INFORMATION .....	168
RELATIONSHIP WITH OUR SUBSTANTIAL SHAREHOLDERS .....	222
CONNECTED TRANSACTIONS .....	225
DIRECTORS AND SENIOR MANAGEMENT .....	243
SUBSTANTIAL SHAREHOLDERS .....	253
SHARE CAPITAL .....	255

---

## CONTENTS

---

	<u>Page</u>
FUTURE PLANS AND USE OF PROCEEDS .....	258
UNDERWRITING .....	260
LOCK-UP .....	267
STRUCTURE OF THE GLOBAL OFFERING .....	271
HOW TO APPLY FOR THE HONG KONG OFFER SHARES .....	280
APPENDIX I ACCOUNTANTS' REPORT .....	I-1
APPENDIX II UNAUDITED PRO FORMA FINANCIAL INFORMATION .....	II-1
APPENDIX III PROFIT FORECAST .....	III-1
APPENDIX IV TAXATION .....	IV-1
APPENDIX V SUMMARY OF THE CONSTITUTION OF THE COMPANY AND LUXEMBOURG COMPANIES LAW .....	V-1
APPENDIX VI STATUTORY AND GENERAL INFORMATION .....	VI-1
APPENDIX VII DOCUMENTS DELIVERED TO THE REGISTRAR OF COMPANIES AND AVAILABLE FOR INSPECTION .....	VII-1