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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 159469 (Incorporated in Luxembourg with limited liability) (Stock code: 1910)

# VOLUNTARY ANNOUNCEMENT ACQUISITION OF THE BUSINESS OF CHIC ACCENT

On September 30, 2015, the Purchaser, which is a subsidiary of the Company, completed the acquisition of the business as a going concern of Chic Accent for a cash consideration of EUR 8.5 million, subject to adjustment as described below.

This announcement is made by the Company on a voluntary basis.

### THE SALE AND PURCHASE AGREEMENT

On September 30, 2015, the Purchaser, which is a subsidiary of the Company, completed the acquisition of the business as a going concern of Chic Accent for a cash consideration of EUR 8.5 million, subject to adjustment as described below. The principal terms of the Sale and Purchase Agreement are set out below:

### Date

September 30, 2015

# **Parties**

- (i) the Purchaser, as purchaser; and
- (ii) the Vendors, as vendors.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Vendors and their ultimate beneficial owners are third parties independent of the

Company and its connected person(s) (as defined under the Listing Rules). The Company has not engaged in any previous transactions related to the transactions under the Sale and Purchase Agreement that would be required to be aggregated under Rule 14.22 of the Listing Rules.

# Business acquired and purchase price

The Vendors sold and the Purchaser purchased substantially all of the assets, and assumed certain liabilities, comprising the business as a going concern of Chic Accent. The total consideration for the Acquisition was EUR 8.5 million, subject to adjustment for working capital and certain assumed liabilities. The consideration was determined after arm's length negotiations between the parties to the Sale and Purchase Agreement. Upon closing, the Purchaser became party to the leases with respect to 31 retail store locations previously operated by the Vendors.

The consideration was settled by cash upon completion of the Acquisition.

## **Closing**

The closing of the Acquisition took place on September 30, 2015.

### INFORMATION ABOUT CHIC ACCENT

Chic Accent is a chain of retail stores dedicated to the world of premium accessories, ladies' handbags, travel luggage and business products. Chic Accent operates 31 shops located in attractive shopping malls in Italy.

For the year ended December 31, 2014, Chic Accent had net sales of EUR 15.2 million, an increase of 10.1% compared to the previous year.

### REASONS FOR ENTERING INTO THE SALE AND PURCHASE AGREEMENT

The Acquisition provides the Company with a significant retail footprint in attractive mall locations in Italy, which will enable the Company to further expand its direct-to-consumer business in Italy. The Acquisition also advances the Company's goal of expanding its presence in non-travel categories such as accessories, handbags and business products.

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

### **DEFINITIONS**

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

"Acquisition" the acquisition pursuant to the Sale and Purchase Agreement;

"Chic Accent" the business of retailing accessories, ladies handbags, travel luggage and

business products primarily under the Chic Accent® trade name in shops

located in shopping malls in Italy;

"Company" Samsonite International S.A., a société anonyme incorporated in

> Luxembourg and principally engaged in the design, manufacture, sourcing and distribution of luggage, business and computer bags, outdoor and casual bags, travel accessories and slim protective cases for personal electronic devices throughout the world, primarily under the Samsonite®, American Tourister®, Hartmann®, High Sierra®, Gregory®, Speck® and Lipault®

brand names and other owned and licensed brand names;

the directors of the Company; "Directors"

"EUR" Euro, the lawful currency of the Eurozone;

"Purchaser" Samsonite S.P.A., a company established under Italian law and an indirect,

wholly-owned subsidiary of the Company;

"Sale and the Agreement for the Sale and Purchase of the business as a going concern Purchase

of Chic Accent entered into on September 30, 2015 between the Purchaser

and the Vendors; Agreement"

"Shareholders" the shareholders of the Company; and

"Vendors" each of (i) Arianna Bags S.R.L., a company established under Italian law;

(ii) Angara S.R.L., a company established under Italian law; and (iii) GTR

Group S.R.L., a company established under Italian law.

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

Hong Kong, October 2, 2015

As of the date of this announcement, the Executive Directors are Ramesh Dungarmal Tainwala, Kyle Francis Gendreau and Tom Korbas, the Non-Executive Director is Timothy Charles Parker and the Independent Non-Executive Directors are Paul Kenneth Etchells, Keith Hamill, Miguel Kai Kwun Ko, Bruce Hardy McLain (Hardy) and Ying Yeh.