
IMPORTANT

If you are in any doubt about the contents of this Prospectus, you should seek independent professional advice.



SAMSONITE INTERNATIONAL S.A.

13-15 Avenue de la Liberté, L-1931, Luxembourg

R.C.S. Luxembourg: B159469

(Incorporated under the laws of Luxembourg with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	671,235,600 Shares (comprising 121,100,005 New Shares and 550,135,595 Sale Shares and subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	67,123,800 New Shares (subject to adjustment)
Number of International Offer Shares	:	604,111,800 Shares (comprising 53,976,205 New Shares and 550,135,595 Sale Shares and subject to adjustment and the Over-allotment Option)
Maximum Offer Price	:	HK\$17.50 per Offer Share plus brokerage of one percent, SFC transaction levy of 0.003 percent and Stock Exchange trading fee of 0.005 percent (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	:	US\$0.01 per Share
Stock code	:	1910

Sole Sponsor, Joint Global Coordinator and Joint Bookrunner

**Goldman
Sachs**

Joint Global Coordinators and Joint Bookrunners

HSBC 

Morgan Stanley

Joint Bookrunners

 **UBS**

 **RBS**
The Royal Bank of Scotland

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this Prospectus, 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 Prospectus.

A copy of this Prospectus, having attached to it the documents specified in "Appendix VII—Documents Delivered to the Registrar of Companies and Available for Inspection" has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this Prospectus or any of the other documents referred to above.

The Offer Price is expected to be determined by agreement between the Joint Bookrunners (on behalf of the Underwriters), the CVC Funds, RBS and the Company on or about June 10, 2011 and, in any event, not later than June 14, 2011. The Offer Price will be not more than HK\$17.50 per Offer Share and is currently expected to be not less than HK\$13.50 per Offer Share, unless otherwise announced. Investors applying for the Hong Kong Offer Shares must pay, on application, the maximum Offer Price of HK\$17.50 per Offer Share, together with brokerage of one percent, SFC transaction levy of 0.003 percent and Stock Exchange trading fee of 0.005 percent, subject to refund if the Offer Price is less than HK\$17.50 per Offer Share.

The Joint Bookrunners (on behalf of the Underwriters), with the consent of the CVC Funds, RBS and the Company, may reduce the indicative Offer Price range stated in this Prospectus and/or reduce the number of Offer Shares being offered pursuant to the Global Offering at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, notices of the reduction of the indicative Offer Price range and/or the number of Offer Shares will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) not later than the morning of the last day for lodging applications under the Hong Kong Public Offering. Further details are set out in the sections headed "Structure of the Global Offering" and "How to Apply for the Hong Kong Offer Shares" in this Prospectus. If, for any reason, the Offer Price is not agreed between the Company, the CVC Funds, RBS and the Joint Bookrunners (on behalf of the Underwriters) on or before June 14, 2011 (Hong Kong time), the Global Offering (including the Hong Kong Public Offering) will not proceed and will lapse.

The Offer Shares have not been and will not be registered under the US Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except that Offer Shares may be offered, sold or delivered to QIBs in reliance on an exemption from registration under the US Securities Act provided by, and in accordance with the restrictions of, Rule 144A or another exemption from the registration requirements of the US Securities Act. The Offer Shares may be offered, sold or delivered outside the United States in offshore transactions in accordance with Regulation S.

Prior to making an investment decision, prospective investors should consider carefully all of the information set out in this Prospectus, including the risk factors set out in "Risk Factors". The obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement are subject to termination by the Joint Bookrunners (on behalf of the Underwriters) if certain grounds arise prior to 8:00 a.m. on the Listing Date. Such grounds are set out in "Underwriting—Underwriting Arrangements and Expenses—Hong Kong Public Offering—Grounds for Termination".

June 3, 2011