

L'Oréal.
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**L'OREAL OFFER TO THE BODY SHOP INTERNATIONAL SHAREHOLDERS
DECLARED UNCONDITIONAL AS TO ACCEPTANCES**

L'Oréal announces that, as at 1.00 p.m. on 31 May 2006, being the second closing date of the recommended cash offer for the entire ordinary share capital of The Body Shop International PLC ("The Body Shop"), valid acceptances of the Offer had been received in respect of 184,205,367 The Body Shop Shares (representing approximately 94.4 per cent. of The Body Shop Shares to which the Offer relates). Therefore, including the 22,800,000 The Body Shop Shares already held by L'Oréal, L'Oréal has acquired, or received valid acceptances of the Offer in respect of, 207,005,367 The Body Shop Shares in aggregate (representing approximately 95.0 per cent. of the existing issued share capital of The Body Shop).

The acceptance condition of the Offer as set out in paragraph 1 of Part A of Appendix I to the Offer Document has now been satisfied and the Offer is declared unconditional as to acceptances. The Offer, which remains subject to the terms and conditions set out in the Offer Document, will remain open for acceptance until further notice.

Prior to the announcement of the Offer, L'Oréal had received irrevocable undertakings to accept the Offer in respect of 46,977,718 The Body Shop Shares in aggregate, representing approximately 21.6 per cent. of The Body Shop's existing issued share capital. In addition to the irrevocable undertakings described above, Beaverbridge Holdings Limited had granted L'Oréal a call option which gave L'Oréal the ability to require Beaverbridge Holdings Limited to tender 45,666,768 The Body Shop Shares, in aggregate, representing approximately 21.0 per cent. of The Body Shop's existing issued share capital (being The Body Shop Shares in which Mr Ian McGlenn is interested) to the Offer. L'Oréal has received valid acceptances in respect of all The Body Shop Shares to which these irrevocable undertakings and the call option relate and such acceptances are included in the total referred to above.

To the extent they have not already done so, The Body Shop Shareholders who hold The Body Shop Shares in certificated form who have not yet accepted the Offer should complete and return their Form of Acceptance as soon as possible in accordance with the instructions set out in the Offer Document and in the Form of Acceptance. The Body Shop Shareholders who hold The Body Shop Shares in uncertificated form and who have not yet accepted the Offer are reminded to take the necessary steps through CREST as soon as possible.

The definitions of certain expressions used in this announcement are contained in the Offer Document dated 12 April 2006.

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This announcement does not constitute an offer to sell or an invitation to purchase any securities or the solicitation of an offer to buy any securities, pursuant to the Offer or otherwise. The Body Shop Shareholders are advised to read carefully the Offer Document and Form of Acceptance in relation to the Offer. This contains the full terms and conditions of the Offer, including details of how the Offer may be accepted.

JPMorgan Cazenove, which is authorised by the Financial Services Authority, is acting exclusively for L'Oréal and no one else in connection with the Offer and will not be responsible to anyone other than L'Oréal for providing the protections afforded to clients of JPMorgan Cazenove or for providing advice in relation to the Offer or any other matters referred to in this announcement.

The availability of the Offer to The Body Shop Shareholders who are not resident in and citizens of the United Kingdom may be affected by the laws of the relevant jurisdictions in which they are located or of which they are citizens. Such persons should inform themselves of, and observe, any applicable legal or regulatory requirements of their jurisdictions. Further detail in relation to overseas shareholders is contained in the Offer Document.

The Loan Notes which may be issued pursuant to the Loan Note Alternative have not been, and will not be, registered under the Exchange Act or under the securities laws of any state or other jurisdiction of the United States; the relevant clearances have not been, and will not be, obtained from the securities commission of any province, territory or jurisdiction of Canada; and no prospectus has been lodged with, or registered by, the Australian Securities and Investments Commission or the Japanese Ministry of Finance. Accordingly, unless an exemption under such act or securities laws is available or unless otherwise determined by L'Oréal and permitted by applicable law and regulation, the Loan Notes may not be, offered, sold, resold, delivered or transferred, directly or indirectly, in or into the United States, Canada, Australia or Japan or any other jurisdiction if to do so would constitute a violation of the relevant laws of, or require registration thereof in, such jurisdiction or to, or for the account or benefit of, a person located in the United States, Canada, Australia or Japan. This document does not constitute an offer to sell, or the solicitation of any offer to buy, any Loan Notes in any jurisdiction in which such an offer or solicitation would be unlawful.

Unless otherwise determined by L'Oréal, and permitted by applicable law and regulation, the Offer will not be made, directly or indirectly, in, into or from, and will not be capable of acceptance in or from the United States, Canada or Australia or any jurisdiction where to do so would constitute a breach of securities laws in that jurisdiction. Accordingly, copies of this announcement are not being, and must not be, mailed or otherwise forwarded, distributed or sent in, into or from the United States, Canada or Australia or any jurisdiction where to do so would constitute a breach of securities laws in that jurisdiction. Persons receiving this announcement (including custodians, nominees and trustees) should observe these restrictions and should not send or distribute this announcement in, into or from any such jurisdictions.