

Return of allotments of shares

Pursuant to section 88(2) of the Companies Act 1985 (the Act)

88(2)

Please do not write
in this marginTo the Registrar of Companies (address overleaf)
(see note 1)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

Company number

1284170

Please complete legibly,
preferably in black type, or
bold block lettering

*insert full name of company

1. Name of company

*THE BODY SHOP INTERNATIONAL PLC

2. This section must be completed for all allotments

† distinguish between ordinary
preference, etc

Description of shares †	Ordinary		
A Number allotted	40103		
B Nominal value of each	5p	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£1.46	£	£

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 21 May 1996] §, or

(b) [from 19 to 19] §

The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)

D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

NOTES

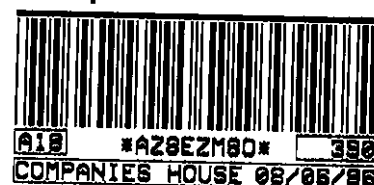
- This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
- If the allotment is wholly or partly other than for cash, the company must deliver to the registrar a return containing the information at D & E. The company may deliver this information by completing D & E and the delivery of the information must be accompanied by the duly stamped contract required by section 88(2)(b) of the Act or by the duly stamped prescribed particulars required by section 88(3) (Form No 88(3)).
- Details of bonus issues should be included only in section 2.

Presenter's name, address,
telephone number and reference
(if any):
EMP BEN/NDL191/X2302/H1

For Official Use

Post room

Lloyd's Bank Register
The Gateway
Worthing
West Sussex BN19 6DA



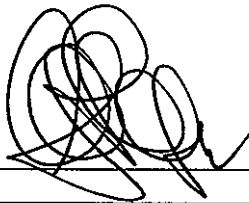
4. Names and addresses of the allottees

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
GARY BUTLER ESQ 24 UPPER HEYSHOTT PETERSFIELD HANTS GU31 4QA	15753		
WILLIAM JOHN MCGLYNN 11 SEEL ROAD HUYTON LIVERPOOL L36 6DL	342		
MISS ALISON GRACE 56 ALWYN STREET AIGBURTH LIVERPOOL L17 7DY	342		
MRS DEBORAH CLAYTON 12 TENNYSON AVENUE RUSTINGTON WEST SUSSEX BN16 2PB	3610		
MISS LISA MORREALE FISHER LANE NURSERIES FISHER LANE NORTH MUNDEN WEST SUSSEX PO20 6JU	342		
MISS RACHEL STABLES 32 BENSON QUAY SHADWELL BASIN WAPPING LONDON E1 9TR	13463		
Total			

Please do not write in the margin.
Please complete legibly, preferably in black type, or bold block lettering

Where the space given on this form is inadequate, continuation sheets should be used and the number of sheets attached should be indicated in the box opposite:

¶ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed  Designation ¶ DIRECTOR Date 31.5.96

Companies registered in England and Wales or Wales should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff
CF4 3UZ

Companies registered in Scotland should deliver this form to:-

The Registrar of Companies
Companies Registration Office
102 George Street
Edinburgh
EH2 3DJ

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
KEITH GRANT GORDON ESQ 31 GRAYSHOTT LAURELS LINDFORD BORDON HANTS GU35 0QB	6251		
Total	40103		