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**L'OCCITANE**  
EN PROVENCE

**L'OCCITANE INTERNATIONAL S.A.**

*Société Anonyme*

*1, rue du Fort Rheinsheim L-2419 Luxembourg*

*R.C.S. Luxembourg: B80359*

*(Incorporated under the laws of Luxembourg with limited liability)*

*(Stock code: 973)*

## **ANNOUNCEMENT**

### **PLACING OF EXISTING SHARES BY CONTROLLING SHAREHOLDER AND**

### **DISPOSAL OF LOG SHARES BY SUBSTANTIAL SHAREHOLDER OF LOG**

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board of Directors (the “**Board**”) of L’Occitane International S.A. (the “**Company**”) has been informed by L’Occitane Groupe S.A. (“**LOG**”), the controlling shareholder of the Company, that LOG has on 10 December 2010 entered into a placing agreement (the “**Placing Agreement**”) with, in alphabetical order, CLSA Limited, The Hongkong and Shanghai Banking Corporation Limited and UBS AG, Hong Kong Branch as placing agents (the “**Placing Agents**”) for the placing of 50,000,000 ordinary shares of EUR0.03 each in the share capital of the Company (the “**Placing Shares**”).

The placing of the Placing Shares (the “**Placing**”) represents a total of approximately 3.4% of the total issued shares of the Company as at the date of this Announcement, at a price of HK\$21.14 per Share (before deducting the commissions and fees paid or payable to the Placing Agents, transaction fees and levies and related stamp duty). The Company has been informed that LOG has undertaken to the Placing Agents that for a period commencing on the date of the Placing Agreement and terminating on the

date that is 90 days after completion of the Placing, it will not, subject to the terms of the Placing Agreement, dispose of shares in the Company or any shares therein beneficially owned by it. The Placing will allow LOG to monetise a small portion of its investment in the Company. LOG will remain the controlling shareholder of the Company following the Placing.

The shareholding of LOG in the Company (i) as at the date of this Announcement; and (ii) immediately upon completion of the Placing, are as follows:

<b>Name</b>	<b>Number of Shares held as at the date of this Announcement</b>	<b>Approximate % of total Issued Shares</b>	<b>Number of Shares held upon completion of the Placing</b>	<b>Approximate % of total Issued Shares</b>
L'Occitane				
Groupe S.A.	1,071,827,891	72.6%	1,021,827,891	69.2%
Placees	—	0%	50,000,000	3.4%
Other				
shareholders	<u>405,137,000</u>	<u>27.4%</u>	<u>405,137,000</u>	<u>27.4%</u>
<b>Total</b>	<b><u>1,476,964,891</u></b>	<b><u>100.00%</u></b>	<b><u>1,476,964,891</u></b>	<b><u>100.00%</u></b>

The Board has also been informed that Societe d'Investissements Cime S.A. (“CIME”), a substantial shareholder of LOG, has entered into a sale and purchase agreement with certain employees/shareholders of LOG, pursuant to which CIME has agreed to sell, and such employees/shareholders have agreed to purchase, 531,897 shares of LOG, being approximately 2.3% of the total issued capital of LOG (the “LOG Shares”), at a price of EUR 19.802 per share with a view to the sale being completed on 15 December 2010.

By Order of the Board  
**L'Occitane International S.A.**  
**Reinold Geiger**  
*Chairman*

Hong Kong, 12 December 2010

*As at the date of this announcement, the executive directors of the Company are Mr. Reinold Geiger, Mr. Emmanuel Laurent Jacques Osti, Mr. André Joseph Hoffmann and Mr. Thomas Levilion, the non-executive directors of the Company are Mr. Karl Guenard, Mr. Martial Thierry Lopez and Mr. Pierre Maurice Georges Milet and the independent non-executive directors of the Company are Mr. Charles Mark Broadley, Ms. Susan Saltzbarth Kilsby and Mr. Jackson Chik Sum Ng.*