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COMPANIES FORM No. 88(2)(Rev 1988)

Return of allotments of shares

88(2)

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

Please do not
write in this
margin

To the Registrar of Companies (address overleaf)
(see note 1)

(REVISED 1988)

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

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

Company number

218019

1. Name of company

* insert full name
of company

* IMPERIAL CHEMICAL INDUSTRIES PLC

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Description of shares †	ORDINARY	ORDINARY	ORDINARY
A Number allotted	5,109	3,615	2,124
B Nominal value of each	£ 1-00	£ 1-00	£ 1-00
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 6-34	£ 6-19	£ 6-43

Date(s) on which the shares were allotted

(a) [on 14 MAY 19 98] \$, 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

1. This form should be delivered to the Registrar of Companies within one month of the (first) date of allotment.
2. 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)).
3. Details of bonus issues should be included only in section 2.

Presenter's name address, telephone
number and reference (if any):

For official use



1

**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:

92

SECRETARY

21 May 1978

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

Companies registered in Scotland
should deliver this form to:-

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

G

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To the Registrar of Companies (address overleaf)
(see note 1)

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

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

Company number

218019

1. Name of company

* insert full name
of company

* IMPERIAL CHEMICAL INDUSTRIES PLC

2. This section must be completed for all allotments

† distinguish
between
ordinary
preference, etc.

Description of shares †	ORDINARY		
A Number allotted	12		
B Nominal value of each	£ 1-00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 7-31	£	£

Date(s) on which the shares were allotted

(a) [on 14 MAY 19 98] \$, 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

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2. 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)).
3. Details of bonus issues should be included only in section 2.

Presentor's name address, telephone
number and reference (if any):

For official use

Post room

Please do not
write in
this margin

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

1100

9

SECRETARY

Date 21 May 1978

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IMPERIAL CHEMICAL INDUSTRIES PLC

UK SHARES/SAVE SCHEME - ALLOTMENT COMMITTEE - 14 MAY 1998

SUMMARY

1994 GRANT - OPTIONS @ 634p

LLOYDS BANK REGISTRAR'S LIST DATED 11.05.98 (PAGES 2-5 ONLY) = 5,109

1995 GRANT - OPTIONS @ 619p

LLOYDS BANK REGISTRAR'S LIST DATED 11.05.98 (PAGES 6-9 ONLY) = 3,615

1996 GRANT - OPTIONS @ 643p

LLOYDS BANK REGISTRAR'S LIST DATED 11.05.98 (PAGES 10-13 ONLY) = 2,124

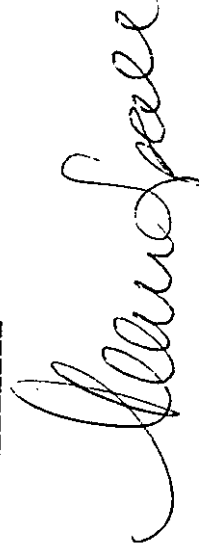
1997 GRANT - OPTIONS @ 731p

LLOYDS BANK REGISTRAR'S LIST DATED 11.05.98 (PAGE 14 ONLY) =

12

TOTAL NUMBER OF SHARES ALLOTTED

10,860
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IMPERIAL CHEMICAL INDUSTRIES PLC

Exercise of Options

Date of Grant - 25th November 1994 : Option Price 634p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr William Chalmers 26 Portland Drive Summerville Dumfries DG2 9BS	634p	144	£912.96
Mr Antonio Guiseppe Carlucci 5 Wolsingham Drive Middlesbrough Cleveland TS5 8JU	634p	232	£1,470.88
Mr Ross Munro Evanton 14 Kellwood Place Dumfries DG1 4HG	634p	232	£1,470.88
Mr David Henry 17 Kirkland Road Calside Dumfries DG1 4EZ	634p	148	£938.32
Mr Craig Hansen 169 Grange Road Hartlepool Cleveland TS26 8LX	634p	343	£2,174.62
Mr Stephen Farr 261 Charlton Road Brentry Bristol BS10 6JS	634p	187	£1,185.58
Mr Stanley Watson 24 Ripon Road Nunthorpe Middlesbrough Cleveland TS7 0HX	634p	128	£811.52

Paul Glendenning, Team Leader
Sharesave F
Lloyds Bank Registrars
PO Box 4083 Highdown House
Yeoman Way
WORTHING BN99 3BB

Schedule Checked

IMPERIAL CHEMICAL INDUSTRIES PLC

Exercise of Options

Date of Grant - 25th November 1994 : Option Price 634p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Christopher Harris 43 Crestwood Fernwood Estate Redcar Cleveland TS10 4NN	634p	297	£1,882.98
Mr Donald McCalley 9 The Crescent Annan Road Dumfries DG1 3JG	634p	83	£526.22
Mr John Henry Barthram 24 Allington Drive Billingham Cleveland TS23 3UA	634p	191	£1,210.94
Mr Victor Cocks 13 Hambleton Road Nunthorpe Middlesbrough Cleveland TS7 0HL	634p	105	£665.70
Mrs Jean Barritt 7 Kings Meadow Norton Cross Runcorn Cheshire WA7 6PB	634p	83	£526.22
Mr Thomas John Torrance 37 Calside Drive Calside Dumfries DG1 4YG	634p	232	£1,470.88
Mrs Emma Richards 41 Linden Avenue Darlington County Durham DL3 8PS	634p	438	£2,776.92

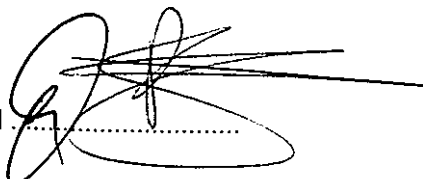
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IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 25th November 1994 : Option Price 634p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr John Robert Baker 9 Dentdale Close Yarm Cleveland TS15 9UJ	634p	335	£2,123.90
Mr James Jack The Barn Islesteps Dumfries DG2 8ES	634p	638	£4,044.92
Mr Frank Dreszler 22 Beeches Avenue Cargenbridge Dumfries DG2 8LD	634p	232	£1,470.88
Mr Roger Orsi 30 Woodlands Avenue Newbridge Dumfries DG2 0LA	634p	152	£963.68
Mr David Cook 46 Aldwych Close Normanby Middlesbrough Cleveland TS6 0QG	634p	290	£1,838.60
Mr Graham David Hollingsworth 11 Ringway Stainsby Hill Thornaby Stockton on Tees Cleveland TS17 9DR	634p	105	£665.70
Mr Christopher Lakin 5 Claremount Court East Boldon Tyne & Wear NE36 0NF	634p	316	£2,003.44

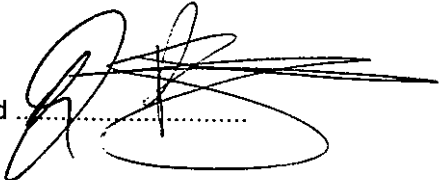
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Exercise of Options
Date of Grant - 25th November 1994 : Option Price 634p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Stuart Flintham 9 Martindale Thornhill Acklam Middlesbrough Cleveland TS5 8TE	634p	103	£653.02
Mr Anthony O'Hagan 67 Thames Road Redcar Cleveland TS10 1PW	634p	95	£602.30
TOTAL		5109	£32,391.06

Schedule Checked 

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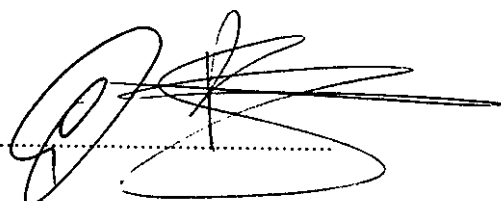
IMPERIAL CHEMICAL INDUSTRIES PLC

Exercise of Options

Date of Grant - 24th November 1995 : Option Price 619p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr William Chalmers 26 Portland Drive Summerville Dumfries DG2 9BS	619p	104	£643.76
Mrs Lucy Hazell 25 Stanley Street Norton Stockton Cleveland TS20 1HG	619p	463	£2,865.97
Mr Antonio Guiseppe Carlucci 5 Wolsingham Drive Middlesbrough Cleveland TS5 8JU	619p	324	£2,005.56
Mr Ross Munro Evanton 14 Kellwood Place Dumfries DG1 4HG	619p	184	£1,138.96
Mr Craig Hansen 169 Grange Road Hartlepool Cleveland TS26 8LX	619p	336	£2,079.84
Mr Stephen Farr 261 Charlton Road Brenty Bristol BS10 6JS	619p	139	£860.41
Mr Stanley Watson 24 Ripon Road Nunthorpe Middlesbrough Cleveland TS7 0HX	619p	144	£891.36

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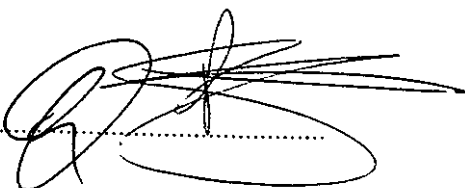


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IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 24th November 1995 : Option Price 619p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Christopher Harris 43 Crestwood Fernwood Estate Redcar Cleveland TS10 4NN	619p	238	£1,473.22
Mr Donald McCalley 9 The Crescent Annan Road Dumfries DG1 3JG	619p	81	£501.39
Mr John Henry Barthram 24 Allington Drive Billingham Cleveland TS23 3UA	619p	112	£693.28
Mr Victor Cocks 13 Hambleton Road Nunthorpe Middlesbrough Cleveland TS7 0HL	619p	93	£575.67
Mr Kenneth Cameron 26 Lochaber Walk Dumfries DG2 9QE	619p	49	£303.31
Mr Thomas John Torrance 37 Calside Drive Calside Dumfries DG1 4YG	619p	76	£470.44
Mr Frank Dreszler 22 Beeches Avenue Cargenbridge Dumfries DG2 8LD	619p	76	£470.44

Checked



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IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 24th November 1995 : Option Price 619p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
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Mr Roger Orsi 30 Woodlands Avenue Newbridge Dumfries DG2 0LA	619p	60	£371.40
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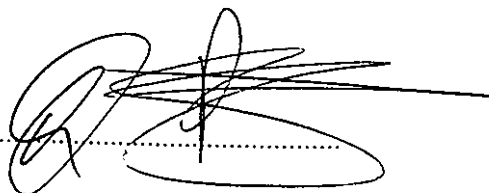
Mr David Archibald Johnston 7 Robison Drive Dumfries DG2 7RR	619p	310	£1,918.90
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Mr David Cook 46 Aldwych Close Normanby Middlesbrough Cleveland TS6 0QG	619p	183	£1,132.77
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Mr Peter Smith 30 Pannell Place Hartlepool Cleveland TS27 3QD	619p	171	£1,058.49
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Mr Graham David Hollingsworth 11 Ringway Stainsby Hill Thornaby Stockton on Tees Cleveland TS17 9DR	619p	79	£489.01
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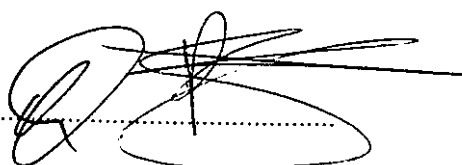


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Exercise of Options
Date of Grant - 24th November 1995 : Option Price 619p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Christopher Lakin 5 Claremount Court East Boldon Tyne & Wear NE36 0NF	619p	211	£1,306.09
Mr Craig John Petrie 7 Denny Isle Drive Severn Beach Bristol BS12 3PZ	619p	79	£489.01
Mr Stuart Flintham 9 Martindale Thornhill Acklam Middlesbrough Cleveland TS5 8TE	619p	58	£359.02
Mr Stephen Paul Croce 419 Normanby Road Normanby Middlesbrough Cleveland TS6 0BZ	619p	45	£278.55
TOTAL		3,615	£22,376.85

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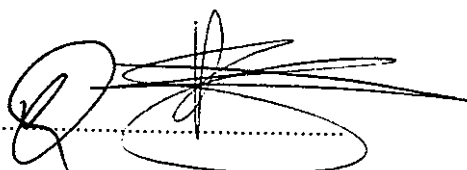


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IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 22nd November 1996 @ 643p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr William Chalmers 26 Portland Drive Summerville Dumfries DG2 9BS	643p	70	£450.10
Mr Antonio Guiseppe Carlucci 5 Wolsingham Drive Middlesbrough Cleveland TS5 8JU	643p	109	£700.87
Mr David Henry 17 Kirkland Road Calside Dumfries DG1 4EZ	643p	87	£559.41
Mr Craig Hansen 169 Grange Road Hartlepool Cleveland TS26 8LX	643p	171	£1,099.53
Mr Stephen Farr 261 Charlton Road Brentry Bristol BS10 6JS	643p	87	£559.41
Mr Stanley Watson 24 Ripon Road Nunthorpe Middlesbrough Cleveland TS7 0HX	643p	87	£559.41
Mr Christopher Harris 43 Crestwood Fernwood Estate Redcar Cleveland TS10 4NN	643p	149	£958.07

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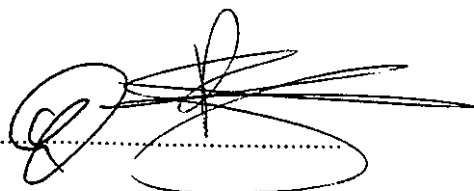


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IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 22nd November 1996 @ 643p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Donald McCalley 9 The Crescent Annan Road Dumfries DG1 3JG	643p	45	£289.35
Mr John Henry Barthram 24 Allington Drive Billingham Cleveland TS23 3UA	643p	159	£1,022.37
Mr Victor Cocks 13 Hambleton Road Nunthorpe Middlesbrough Cleveland TS7 0HL	643p	35	£225.05
Miss Helen Margaret Roberts 46 Holystone Drive Ingleby Barwick Stockton on Tees Cleveland TS17 0PW	643p	170	£1,093.10
Mr James John Milligan Cindra 21 Pleasance Avenue Dumfries DG2 7JJ	643p	93	£597.99
Mr John Robert Baker 9 Dentedale Close Yarm Cleveland TS15 9UJ	643p	128	£823.04
Mr Frank Dreszler 22 Beeches Avenue Cargenbridge Dumfries DG2 8LD	643p	45	£289.35

Checked



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IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 22nd November 1996 @ 643p

NAME & ADDRESS	OPTION	NO OF SHARES	EXERCISE COST
	PRICE (P)		

Mr Roger Orsi 30 Woodlands Avenue Newbridge Dumfries DG2 0LA	643p	93	£597.99
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Mr David Archibald Johnston 7 Robison Drive Dumfries DG2 7RR	643p	61	£392.23
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Mr Stuart Bateman 96 Caribury Avenue Acklam Middlesbrough Cleveland TS5 8SY	643p	116	£745.88
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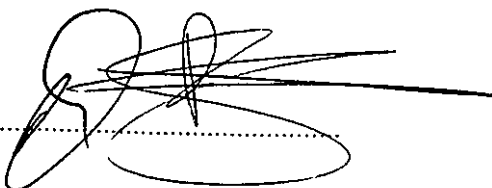
Mr David Cook 46 Aldwych Close Normanby Middlesbrough Cleveland TS6 0QG	643p	136	£874.48
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Mr Peter Smith 30 Pannell Place Hartlepool Cleveland TS27 3QD	643p	109	£700.87
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Mr Graham David Hollingsworth 11 Ringway Stainsby Hill Thornaby Stockton on Tees Cleveland TS17 9DR	643p	48	£308.64
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Mr Stuart Flintham 9 Martindale Thornhill Acklam Middlesbrough Cleveland TS5 8TE	643p	39	£250.77
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Checked



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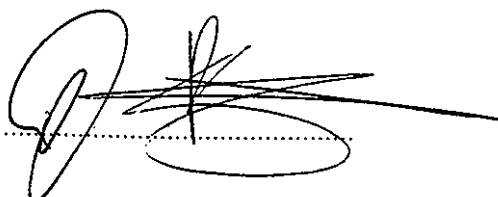
11/05/98

IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 22nd November 1996 @ 643p

Page 13 of 14

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Stephen Paul Croce 419 Normanby Road Normanby Middlesbrough Cleveland TS6 0BZ	643p	87	£559.41
TOTAL		2124	£13,657.32

Checked



Paul Glendenning, Team Leader
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PO Box 4083 Highdown House
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11/05/98

IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 21st November 1997 : Option Price 731p

Page 14 of 14

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
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Mr David Archibald Johnston
7 Robison Drive
Dumfries
DG2 7RR

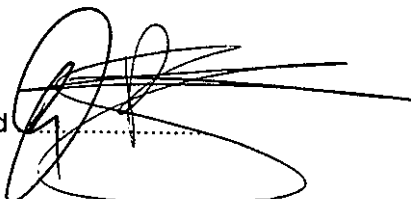
731p

12

£87.72

TOTAL		12	£87.72
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Schedule Checked



Paul Glendenning, Team Leader
Sharesave F
Lloyds Bank Registrars
PO Box 4083 Highdown House
Yeoman Way
Worthing BN99 3BB