


COMPANY NO 218019
THE COMPANIES ACT 1985
ORDINARY RESOLUTION
OF
IMPERIAL CHEMICAL INDUSTRIES PLC

Passed 23 April 1998

At the Annual General Meeting of the above named Company, duly convened and held at the Queen Elizabeth II Conference Centre, Broad Sanctuary, Westminster, London SW1 on 23 April 1998, the following Resolution was passed as an Ordinary Resolution:-

"That the Directors be generally authorised for the purposes of Section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot relevant securities (as defined in Section 80) up to an aggregate nominal amount of £123,430,456. This authority shall expire at the close of the Annual General Meeting of the Company held in 1999 or 31 July 1999, whichever is the earlier, except that the Company may before then make an offer or agreement which would or might require relevant securities to be allotted after that date."

Dated this 23rd day of April 1998


K J RUSHTON
Secretary

