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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)

(REVISED 1988)

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

Please do not
write in this
margin

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

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	2,818	2,323	1,534
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 9 APRIL 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

§ complete
(a) or (b) as
appropriate

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.

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

For official use

Post room



4. Names and addresses of the allottees

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

Date 9 April 1998

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

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

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

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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	72		
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 9 APRIL 1998] §, 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

§ complete
(a) or (b) as
appropriate

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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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

Post room

IMPERIAL CHEMICAL INDUSTRIES PLC

UK SHARES/AVE SCHEME - ALLOTMENT COMMITTEE - 9 APRIL 1998

SUMMARY

<u>1994 GRANT - OPTIONS @ 634p</u>	
LLOYDS BANK REGISTRAR'S LIST DATED 06.04.98 (PAGES 2 TO 4) =	2,818
<u>1995 GRANT - OPTIONS @ 619p</u>	
LLOYDS BANK REGISTRAR'S LIST DATED 06.04.98 (PAGES 5 TO 7) =	2,323
<u>1996 GRANT - OPTIONS @ 643p</u>	
LLOYDS BANK REGISTRAR'S LIST DATED 06.04.98 (PAGES 8 TO 10) =	1,534
<u>1997 GRANT - OPTIONS @ 731p</u>	
LLOYDS BANK REGISTRAR'S LIST DATED 06.04.98 (PAGE 11 ONLY) =	72
TOTAL NUMBER OF SHARES ALLOTTED	6,747

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 Geoffrey Dickinson 14 Latham Road Linthorpe Middlesbrough Cleveland TS5 6EH	634p	100	£634.00
Mr Derek Telfer 39 Woodley Court Cargenbridge Dumfries DG2 8PH	634p	200	£1,268.00
Mr Royston Collett 158 Greystoke Avenue Southmead Bristol BS10 6AW	634p	100	£634.00
Mr Malcolm Paul John Hyslop 29 Birchfield Place Georgetown Dumfries DG1 4SD	634p	125	£792.50
Mr Peter Alexander Dodds 58 Barnton Road Lochvale Dumfries DG1 4HN	634p	181	£1,147.54
Mr Phillip Harrison 31 Highbury Avenue Tollesby Middlesbrough Cleveland TS5 7PP	634p	151	£957.34



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 Angus William Sanderson 54 Stanley Street Norton Stockton Cleveland TS20 1HQ	634p	125	£792.50
Mr Peter Dover 26 Ambleside Grove Acklam Middlesbrough Cleveland TS5 7DQ	634p	100	£634.00
Mrs Kathryn Heap 50 Eanleywood Lane Norton Cross Runcorn Cheshire WA7 6SP	634p	130	£824.20
Dr William Macdonald 116 Farndale Drive Guisborough Cleveland TS14 8SX	634p	144	£912.96
Mr Charles McAnally 3 Pegman Close Guisborough Cleveland TS14 6DL	634p	182	£1,153.88
Mr John Humphrey 11 Heron Gate Guisborough Cleveland TS14 8PG	634p	345	£2,187.30
Mr Lawrence Gaston 24 Falcon Lane Crookbarn Estate Norton Stockton Cleveland TS20 1LS	634p	226	£1,432.84

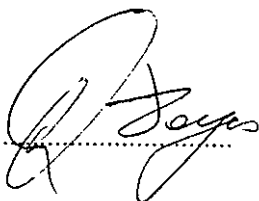
Schedule Checked
Date - 06/04/98



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 Yakub Alli 249 Whalley Old Road Blackburn Lancs BB1 5SA	634p	214	£1,356.76
Mr Neil Andrew Magson 41 Biretta Close Fairfield Stockton Cleveland TS19 7LW	634p	144	£912.96
Mr Derek Holmes 65 Willow Bank Coulby Newham Middlesbrough Cleveland TS8 0SP	634p	125	£792.50
Mr David Hoyle 8 Makbrar Drive Lochvale Dumfries DG1 4XS	634p	226	£1,432.84
TOTAL		2818	£17,866.12

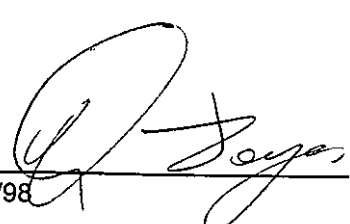
Schedule Checked
Date - 06/04/98



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 Geoffrey Dickinson 14 Latham Road Linthorpe Middlesbrough Cleveland TS5 6EH	619p	134	£829.46
Mr Derek Telfer 39 Woodley Court Cargenbridge Dumfries DG2 8PH	619p	194	£1,200.86
Mr Nigel Robert Wallace The Schoolhouse Kirkbean Dumfries DG2 8DW	619p	86	£532.34
Mr Colin Harkness 10 Braeside New Galloway Castle Douglas DG7 3RU	619p	70	£433.30
Mr Malcolm Paul John Hyslop 29 Birchfield Place Georgetown Dumfries DG1 4SD	619p	147	£909.93
Mr Peter Alexander Dodds 58 Barnton Road Lochvale Dumfries DG1 4HN	619p	103	£637.57

Checked _____
Date - 06/04/98



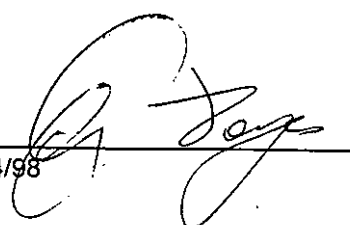
IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 24th November 1995 : Option Price 619p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Brian William Collinson 22 Croft Avenue Acklam Middlesbrough TS5 8AX	619p	103	£637.57
Mr Angus William Sanderson 54 Stanley Street Norton Stockton Cleveland TS20 1HQ	619p	311	£1,925.09
Mrs Kathryn Heap 50 Eanleywood Lane Norton Cross Runcorn Cheshire WA7 6SP	619p	67	£414.73
Dr William Macdonald 116 Farndale Drive Guisborough Cleveland TS14 8SX	619p	164	£1,015.16
Mr Charles McAnally 3 Pegman Close Guisborough Cleveland TS14 6DL	619p	103	£637.57
Mr John Humphrey 11 Heron Gate Guisborough Cleveland TS14 8PG	619p	311	£1,925.09
Mr Lawrence Gaston 24 Falcon Lane Crookbarn Estate Norton Stockton Cleveland TS20 1LS	619p	164	£1,015.16

Checked 
Date - 06/04/98


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 Neil Andrew Magson 41 Biretta Close Fairfield Stockton Cleveland TS19 7LW	619p	86	£532.34
Mr Derek Holmes 65 Willow Bank Coulby Newham Middlesbrough Cleveland TS8 0SP	619p	73	£451.87
Mr Andrew James Ruddick Southend House Southend Bedale North Yorkshire DL8 2BJ	619p	207	£1,281.33
TOTAL		2,323	£14,379.37

Checked 
Date - 06/04/98

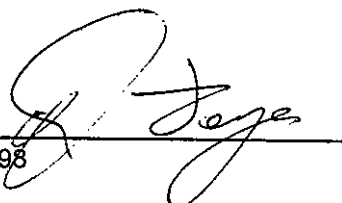
IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 22nd November 1996 @ 643p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Geoffrey Dickinson 14 Latham Road Linthorpe Middlesbrough Cleveland TS5 6EH	643p	50	£321.50
Mr Derek Telfer 39 Woodley Court Cargenbridge Dumfries DG2 8PH	643p	119	£765.17
Mr Nigel Robert Wallace The Schoolhouse Kirkbean Dumfries DG2 8DW	643p	61	£392.23
Mr Colin Harkness 10 Braeside New Galloway Castle Douglas DG7 3RU	643p	38	£244.34
Mr Malcolm Paul John Hyslop 29 Birchfield Place Georgetown Dumfries DG1 4SD	643p	81	£520.83
Mr Peter Alexander Dodds 58 Barnton Road Lochvale Dumfries DG1 4HN	643p	61	£392.23
Mr Phillip Harrison 31 Highbury Avenue Tollesby Middlesbrough Cleveland TS5 7PP	643p	50	£321.50

Checked 
Date - 06/04/98

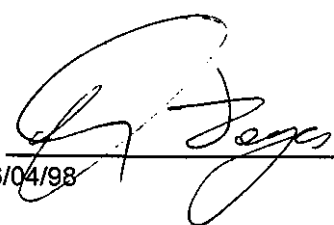
IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 22nd November 1996 @ 643p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Brian William Collinson 22 Croft Avenue Acklam Middlesbrough TS5 8AX	643p	42	£270.06
Mr Peter Dover 26 Ambleside Grove Acklam Middlesbrough Cleveland TS5 7DQ	643p	22	£141.46
Mrs Kathryn Heap 50 Eanleywood Lane Norton Cross Runcorn Cheshire WA7 6SP	643p	42	£270.06
Dr William Macdonald 116 Farndale Drive Guisborough Cleveland TS14 8SX	643p	81	£520.83
Mr John Humphrey 11 Heron Gate Guisborough Cleveland TS14 8PG	643p	101	£649.43
Mr Lawrence Gaston 24 Falcon Lane Crookbarn Estate Norton Stockton Cleveland TS20 1LS	643p	101	£649.43
Mr Neil Andrew Magson 41 Biretta Close Fairfield Stockton Cleveland TS19 7LW	643p	70	£450.10

Checked 
Date - 06/04/98

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 Derek Holmes 65 Willow Bank Coulby Newham Middlesbrough Cleveland TS8 0SP	643p	42	£270.06
Mr Andrew James Ruddick Southend House Southend Bedale North Yorkshire DL8 2BJ	643p	150	£964.50
Mr Michael Hutchinson 2 Ince Road Thornton Liverpool L23 4UF	643p	423	£2,719.89
TOTAL		1534	£9,863.62

Checked 
Date - 06/04/98

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

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
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Mr Colin Poppleton 1 Fairwell Road Hartburn Cleveland TS19 7HS	731p	17	£124.27
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Mr Angus William Sanderson 54 Stanley Street Norton Stockton Cleveland TS20 1HQ	731p	37	£270.47
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Mr Trevor Kerr 82 Oakfield Drive Rashgill Dumfries DG1 4UZ	731p	9	£65.79
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Mr Paul Leonard Slowgrove 514 Catcote Road Hartlepool Cleveland TS25 2RL	731p	9	£65.79
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TOTAL		72	£526.32
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Schedule Checked
Date - 06/04/98



Paul Glendenning, Team Leader
Sharesave F
Lloyds Bank Registrars
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Yeoman Way
Worthing BN99 3BB