

03 - 04 - 98

G

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
marginTo 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	4,040	2,411	1,629
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

‡ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) (on 26 MARCH 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			

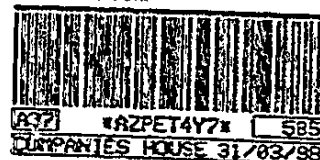
NOTES

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 Post room



03-04-98

4. Names and addresses of the allottees

Please do not
write in
this margin

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

[illegible]

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 [Signature] Designation SECRETARY Date 26/3/97

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

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

**Companies registered in Scotland
should deliver this form to:-**

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

IMPERIAL CHEMICAL INDUSTRIES PLC

UK SHARES/AVE SCHEME - ALLOTMENT COMMITTEE - 26 MARCH 1998

SUMMARY

<u>1994 GRANT - OPTIONS @ 634p</u>	
LLOYDS BANK REGISTRAR'S LIST DATED 20.03.98 (PAGES 1 TO 3) =	4,040
<u>1995 GRANT - OPTIONS @ 619p</u>	
LLOYDS BANK REGISTRAR'S LIST DATED 20.03.98 (PAGES 1 TO 3) =	2,411
<u>1996 GRANT - OPTIONS @ 643p</u>	
LLOYDS BANK REGISTRAR'S LIST DATED 20.03.98 (PAGES 1 TO 3) =	1,629
TOTAL NUMBER OF SHARES ALLOTTED	<u>8,080</u>

03 - 04 - 98

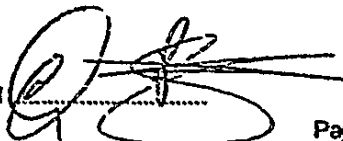
IMPERIAL CHEMICAL INDUSTRIES PLC

Exercise of Options

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

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Peter Drury 10 Kilton Close Redcar Cleveland TS10 2NH	634p	102	£646.68
Mr David Thomas 28 Oak Road Brotton Saltburn Cleveland TS12 2VZ	634p	182	£1,153.88
Mr David Allen 50 Topcliffe Road Thornaby Cleveland TS17 9QL	634p	125	£792.50
Mr James Blake 7 Greenknowe Avenue Annan Dumfries DG12 6ER	634p	425	£2,694.50
Mr Alexander Donald McKechnie Woodgrove Mouswald Dumfries DG1 4JS	634p	226	£1,432.84
Mr David Nicholson 28 Tasmania Square Marton-In-Cleveland Middlesbrough Cleveland TS7 8NP	634p	95	£602.30
Dr Simon Vernon Mortlock Sunnybrook Cottage Islesteps Dumfries Scotland DG2 8ES	634p	822	£5,211.48

Schedule Checked
Date - 20/03/93



Page 1 of 3

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

03 - 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
----------------	---------------------	--------------	---------------

Mrs Amanda Hazel Burns 10 Birchfield Place Georgetown Dumfries DG1 4SD	634p	97	£614.98
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Mr Alan Tinning 16 Kirkland Road Heathhall Dumfries DG1 3RN	634p	226	£1,432.84
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Mr Stephen James McMath 27 Fieldside Annan Dumfries DG12 5HL	634p	226	£1,432.84
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Mr Allan Lovatt 11 Brompton Road Linthorpe Middlesbrough Cleveland TS5 6JU	634p	81	£513.54
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Mr Gordon James Nicol 17 Buccleuch Crescent Thornhill Dumfries DG3 5AW	634p	144	£912.96
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Mr Graham Malcolm Millar 3 Elderbank Place Lochvale Dumfries DG1 4RY	634p	144	£912.96
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Mr Denis Alan Sweeney 21 Castle View West Kilbride Ayrshire KA23 9HD	634p	318	£2,016.12
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Schedule Checked
Date - 20/03/98



Page 2 of 3

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Yeoman Way
WORTHING BN99 3BB

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 David Stuart Gardiner 16 Brighton Terrace Darwen Lancs BB3 1NY	634p	148	£938.32
Mr Robert Henderson 5 Roberts Crescent Dumfries DG2 7RS	634p	426	£2,700.84
Mr Keith Hall 15 Chichester Close South Fens Hartlepool Cleveland TS25 2QT	634p	128	£811.52
Mr David Hale 46 Woodchester Yate Bristol BS17 4TZ	634p	125	£792.50
TOTAL		4040	£25,613.60

Schedule Checked 
Date - 20/03/98

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Yeoman Way
WORTHING BN99 3BB

03 - 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 Peter Drury
10 Kilton Close
Redcar
Cleveland
TS10 2NH

619p

76

£470.44

Mr David Thomas
28 Oak Road
Brotton
Saltburn
Cleveland
TS12 2VZ

619p

164

£1,015.16

Mr David Allen
50 Topcliffe Road
Thornaby
Cleveland
TS17 9QL

619p

103

£637.57

Mr Alexander Donald McKechnie
Woodgrove
Mouswald
Dumfries
DG1 4JS

619p

164

£1,015.16

Dr Simon Vernon Mortlock
Sunnybra Cottage
Islesteps
Dumfries
Scotland
DG2 8ES

619p

311

£1,925.09

Mrs Amanda Hazel Burns
10 Birchfield Place
Georgetown
Dumfries
DG1 4SD

619p

83

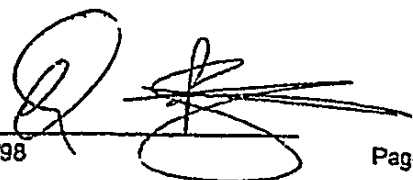
£513.77

Mr Alan Tinning
16 Kirkland Road
Heathhall
Dumfries
DG1 3RN

619p

311

£1,925.09

Checked 
Date - 20/03/98

Page 1 of 3

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Yeoman Way
WORTHING, BN99 3BB

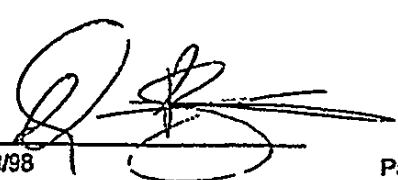
03 - 04 - 98

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 Stephen James McMath 27 Fieldside Annan Dumfries DG12 5HL	619p	164	£1,015.16
Mr David John Curtis 41 Foxgloves Coulby Newham Middlesbrough Cleveland TS7 0XA	619p	99	£612.81
Mr Allan Lovatt 11 Brompton Road Linthorpe Middlesbrough Cleveland TS5 6JU	619p	86	£532.34
Mr Gordon James Nicol 17 Buccleuch Crescent Thornhill Dumfries DG3 5AW	619p	86	£532.34
Mr Graham Malcolm Millar 3 Elderbank Place Lochvale Dumfries DG1 4RY	619p	164	£1,015.16
Mrs Marie Elizabeth Fisher 20 Marwood Grove Peterlee County Durham SR8 1NN	619p	311	£1,925.09
Mr Robert Henderson 5 Roberts Crescent Dumfries DG2 7RS	619p	116	£718.04


Checked 
Date - 20/03/98

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PO Box 4083, Highdown House
Yeoman Way
WORTHING, BN99 3BB

03 - 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 Keith Hall 15 Chichester Close South Fens Hartlepool Cleveland TS25 2QT	619p	87	£538.53
Mr David Hale 46 Woodchester Yate Bristol BS17 4TZ	619p	86	£532.34
TOTAL		2,411	£14,924.09

Checked 
Date - 20/03/98


Page 3 of 3

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WORTHING, BN99 3BB

03 - 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 Peter Drury 10 Kilton Close Redcar Cleveland TS10 2NH	643p	44	£282.92
Mr David Thomas 28 Oak Road Brotton Saltburn Cleveland TS12 2VZ	643p	101	£649.43
Mr David Allen 50 Topcliffe Road Thornaby Cleveland TS17 9QL	643p	50	£321.50
Mr Alexander Donald McKechnie Woodgrove Mouswald Dumfries DG1 4JS	643p	119	£765.17
Mrs Amanda Hazel Burns 10 Birchfield Place Georgetown Dumfries DG1 4SD	643p	57	£366.51
Mr Alan Tinning 16 Kirkland Road Heathhall Dumfries DG1 3RN	643p	101	£649.43
Mr Stephen James McMath 27 Fieldside Annan Dumfries DG12 5HL	643p	199	£1,279.57

Checked 
Date - 20/03/98

Page 1 of 3

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Yeoman Way
WORTHING BN99 3BB

03 - 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 David John Curtis 41 Foxgloves Coulby Newham Middlesbrough Cleveland TS7 0XA	643p	57	£366.51
Mr Allan Lovatt 11 Brompton Road Linthorpe Middlesbrough Cleveland TS5 6JU	643p	42	£270.06
Mr Iain Ronald Carson 10 Kimmeter Place Annan Dumfries DG12 6JU	643p	159	£1,022.37
Mr Gordon James Nicol 17 Buccleuch Crescent Thornhill Dumfries DG3 5AW	643p	66	£424.38
Mr Graham Malcolm Millar 3 Elderbank Place Lochvale Dumfries DG1 4RY	643p	48	£308.64
Mr David Stuart Gardiner 16 Brighton Terrace Darwen Lancs BB3 1NY	643p	319	£2,051.17
Mr Robert Henderson 5 Roberts Crescent Dumfries DG2 7RS	643p	81	£520.83

Checked
Date - 20/03/98

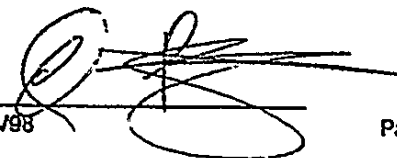
Page 2 of 3

Paul Glendenning, Team Leader
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03 - 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 Keith Hall 15 Chichester Close South Fens Hartlepool Cleveland TS25 2QT	643p	39	£250.77
Mr Colin Arnold Greenwell 71 Skippers Lane Normanby Middlesbrough Cleveland TS6 0JE	643p	97	£623.71
Mr David Hale 46 Woodchester Yate Bristol BS17 4TZ	643p	50	£321.50
TOTAL		1629	£10,474.47

Checked 
Date - 20/03/98

Page 3 of 3

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PO Box 4083 Highdown House
Yeoman Way
WORTHING BN99 3BB

03 - 04 - 98

G

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
marginTo the Registrar of Companies (address overleaf)
(see note 1)Please complete
legibly, preferably
in black type, or
bold block lettering

Company number

218019

* insert full name
of company

1. Name of company

* IMPERIAL CHEMICAL INDUSTRIES PLC

† distinguish
between
ordinary
preference, etc.

2. This section must be completed for all allotments

Description of shares †			
A Number allotted	ORDINARY		
B Nominal value of each	742		
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1.00	£	£
	£ 10.30	£	£

‡ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 26 MARCH 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

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			

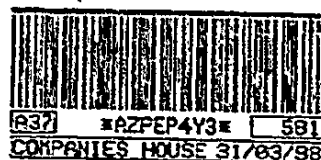
NOTES

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

Post room



4. Names and addresses of the allottees

Please do not
write in
this margin

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

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
SEE LIST ATTACHED	742		
Total	742		

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

SECRETARY

Date 2/3/98

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

**Companies registered in Scotland
should deliver this form to:-**

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

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

IMPERIAL CHEMICAL INDUSTRIES PLC

SAVINGS-RELATED SHARE OPTION SCHEME

ALLOTMENT COMMITTEE - 26 MARCH 1998

SUMMARY

1992 GRANT - OPTIONS @ 1030p

LIST DATED 20.03.98 (PAGES 1 & 2) = 742

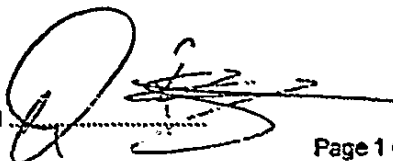
742

03 - 04 - 98

IMPERIAL CHEMICAL INDUSTRIES PLC
Exercise of Options
Date of Grant - 15th December 1992 : Option Price 1030p

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Mr Andrew Thomas Taylor 10 Eastfields Stokesley Middlesborough Cleveland TS9 5EJ	1030p	133	£1,369.90
Mr Joseph Anthony Brahmin 50 Allendale Road Billingham Cleveland TS23 1PP	1030p	112	£1,153.60
Mr Anthony Buck 23 Alexander Drive Needham Market Ipswich Suffolk IP6 8XG	1030p	112	£1,153.60
Mr Graeme Allan Leiper 5 Allanvale Road Prestwick Ayrshire KA9 1QX	1030p	154	£1,586.20
Mr John Edward Drummond Brown 16 North Close Thorpe Thewies Stockton Cleveland TS21 3JY	1030p	77	£793.10

Schedule Checked
Date - 20/03/93



Page 1 of 2

Paul Glendenning, Team Leader
Sharesave F
Lloyds Bank Registrars
PO Box 4063 Highdown House
Yeoman Way
WORTHING BN99 3BB

03 - 04 - 98

IMPERIAL CHEMICAL INDUSTRIES PLC

Exercise of Options

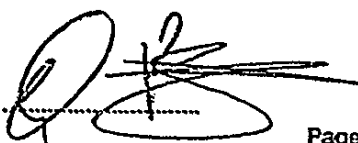
Date of Grant - 15th December 1992 : Option Price 1030p

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

Mr John Graham Robertson Old Forge Plough Road Tibberton Droitwich Worcestershire WR9 7NQ	1030p	154	£1,586.20
---	-------	-----	-----------

1030p			
TOTAL		742	£7,642.60

Schedule Checked
Date - 20/03/98



Page 2 of 2

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

G

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
marginTo 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

* insert full name
of company**1. Name of company*** **IMPERIAL CHEMICAL INDUSTRIES PLC**† distinguish
between
ordinary
preference, etc.**2. This section must be completed for all allotments**

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	2,500	10,000	
B Nominal value of each	£ 1.00	£ 1.00	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 7.55	£ 5.28	£

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on **26 MARCH** 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 69(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



4. Names and addresses of the allottees

Please do not
write in
this margin

[illegible]

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:

Signed [Signature] Designation SECRETARY Date 26/3/98

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

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

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

**Companies registered in Scotland
should deliver this form to:-**

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

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTION SCHEMES

ALLOTMENT COMMITTEE - 26 MARCH 1998

SUMMARY

OPTIONS AT 755p
OPTIONS AT 528p

2,500
10,000

TOTAL NUMBER OF SHARES ALLOTTED

12,500

03 - 04 - 98

IMPERIAL CHEMICAL INDUSTRIES PLC
SENIOR STAFF SHARE OPTIONS SCHEMES
ALLOTMENT COMMITTEE - 26 MARCH 1998

<u>NAME</u>	<u>ADDRESS</u>	<u>NO OF ORDINARY SHARES</u>	<u>OPTION PRICE</u>
BARSEC NOMINEES LIMITED DESIGNATION: ESOP <u>CREST MEMBERSHIP: 19801</u>	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS	2,500	755p
BARSEC NOMINEES LIMITED DESIGNATION: ESOP <u>CREST MEMBERSHIP: 19801</u>	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS	10,000	528p
TOTAL NUMBER OF SHARES ALLOTTED		12,500	