88(2)

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(**REVISED 1988**)

COMPANIES HOUSE 20/02/98

To the Registrar of Companies (address overleaf) (see note 1)			places forms C3 and 88(2)		
1. Name of company					
	TRIES F	,rc			
2. This section must be completed for all allotments	Ť				
Description of shares †	ORDINARY	ORDINARY	ORDINARY		
A Number allotted	9,800	28.570	5,000		
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)	£ 7.55	£ 6-00	16.93		
Date(s) on which the shares were allotted (a) [on					
allotment. 2. If the allotment is wholly or partly other than for cash, to return containing the information at D & E. The compart D & E and the delivery of the information must be according to required by section 88(2)(b) of the Act or by the duly states section 88(3) (Form No 88(3)).	the company mu ny may deliver tompanied by the tamped prescrib	ust deliver to th this information e duly stamped ped particulars r	ne registrar a by completing contract		
	1. Name of company * IMPERIAL CHEMICAL INDUS 2. This section must be completed for all allotments Description of shares † A Number allotted B Nominal value of each C Total amount (if any) paid or due and payable on each share (including premium if any) Date(s) on which the shares were allotted (a) [on 19 FERRIARY 19 98] \$, or (b) [from 19 to	2. This section must be completed for all allotments Description of shares † A Number allotted B Nominal value of each C Total amount (if any) paid or due and payable on each share (including premium if any) Date(s) on which the shares were allotted (a) [on 19 FEBRUARY 19 98] \$, or (b) [from 19 to	Company number 218019 1. Name of company Imperial Chemical Industries Plc Remide Registrar of Companies within one month of the allotment is wholly or partly other than for cash, the company must deliver to the return containing the information at D & E. The company may deliver this information D & E and the delivery of the information must be accompanied by section 88(3) (Form No 88(3)). Details of bonus issues should be included only in section 2. Presentor's name address, telephone For official use Company number 218019 228019 228019 228019 238019		

4. Names and addresses of the allottees

Please do not write in the margin

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

mes and Addresses Number of shares allotted			d
		Preference	Other
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Total	On Page 3		

Where the space given on this form is inadequate, consheets should be used and the number of sheets attact be indicated in the box opposite: Signed		‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as
Companies registered in England and Wales or Wales should deliver this form to:-	Companies registered in Scotland should deliver this form to:-	appropriate
The Registrar of Companies Companies House Crown Way Cardiff CF4 3UZ	The Registrar of Companies Companies House 100-102 George Street Edinburgh EH2 3DJ	

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

Return of allotments of shares

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

88(2)

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)

····		FOC2, FOC3 and 88(2)
lease complete egibly, preferably oblack type, or old block lettering		Company number
The state of the s	1. Name of company	
insert full name of company	* IMPERIAL PHEMICAL INDUST	RIES PLC
	2. This section must be completed for all allotments	
distinguish between ordinary	Description of shares †	ORDINARY ORDINARY ORDINARY
preference, etc.	A Number aliotted	11,200 14713 5,779
	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)	£ 6.66 £ 6.55 £ 5.56
complete (a) or (b) as appropriate	Date(s) on which the shares were allotted (a) [on 19 FRBRURRY 19 98] §, or (b) [from 19 to 17 to 19	
	3. If the allotment is wholly or partly other than for cash the (see notes 2 & 3)	<u> </u>
	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 Compa allotment.	•
•	 If the allotment is wholly or partly other than for cash, the return containing the information at D & E. The company D & E and the delivery of the information must be accompanied by section 88(2)(b) of the Act or by the duly state section 88(3) (Form No 88(3)). 	ny may deliver this information by completing impanied by the duly stamped contract amped prescribed particulars required by
	3. Details of bonus issues should be included only in section	on 2.
	Presentor's name address, telephone For official use	
•	number and reference (if any):	Post room

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4. Names and addresses of the allottees

Please do not write in the margin

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

Names and Addresses	Number of shares allotted			
·	Ordinary	Preference	Other	
So list Atlached	On Page 3			
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	JIL TOURS	
Where the space given on this form is inadequate, of sheets should be used and the number of sheets at the be indicated in the box opposite: Signed	continuation tached should CRETARY Date 19/2(98	‡ Insert Director, Secretary, Administrator Administrativ Receiver or Receiver (Scotland) as appropriate
Companies registered in England and Wales or Wales should deliver this form to:-	Companies registered in Scotland should deliver this form to:-	врргорнико
The Registrar of Companies Companies House Crown Way Cardiff CF4 3UZ	The Registrar of Companies Companies House 100-102 George Street Edinburgh EH2 3DJ	.*



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

Return of allotments of shares

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

88(2)

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)

lease complete egibly, preferably n black type, or old block lettering			ny number 18019			
•	1. Name of company		<u> </u>			
insert full name of company	* IMPERIAL CHEMICAL INDUST	RIES PL	<u>C</u>			
	2. This section must be completed for all allotments					
distinguish between ordinary	Description of shares †	ORDINARY				
preference, etc.	A Number allotted	6,272	1,176			
	B Nominal value of each	£ 1-06	£ 1-00	£		
	C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 5.26	£ 7-01	£		
§ complete (a) or (b) as appropriate	Date(s) on which the shares were allotted (a) [on 19 FEBRUARY 19 98] §, or (b) [from 19 to The names and addresses of the allottees and the numb given overleaf	er of shares allo	19 otted to each sh] § nould be		
·	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 Compallotment.					
	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 sect	tion 2.	<u> </u>			
	Presentor's name address, telephone For official use number and reference (if any):					

3

4. Names and addresses of the allottees

Please do not write in the margin

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

Names and Addresses	Number of shares allotted			
	Ordinary	Preference	Other	
See list allacted.	82,510			
				
		•		
	:			
Total	82,510			

Where the space given on this sheets should be used and the be indicated in the box opposition.	form is inadequate, continuati e number of sheets attached sh te:	on ould		‡ Insert Director, Secretary, Administrator,
Signed	_Designation‡	1RYDate_	19/2178	Administrative Receiver or Receiver (Scotland) as
Companies registered in Engla or Wales should deliver this fo		panies registere d deliver this fo		appropriate

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

The Registrar of Companies Companies House 100-102 George Street Edinburgh EH2 3DJ

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTION SCHEMES

ALLOTMENT COMMITTEE - 19 FEBRUARY 1998

SUMMARY

9,800 28,570	5,000 11,200	14,713	6,272	1,176	82,510
OPTIONS AT 755p OPTIONS AT 600p	OPTIONS AT 621p OPTIONS AT 666p	OPTIONS AT 655p	OPTIONS AT 526p	OPTIONS AT 701p	HARES ALLOTTED

TOTAL NUMBER OF SHARES ALLOTTED

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTIONS SCHEMES

ALLOTMENT COMMITTEE - 19 FEBRUARY 1998

OPTION	755p	600p 621p	d999	655p 666p	600p 600p 556p 556p 526p 701p 666p
NO.OF ORDINARY SHARES	6,800	2,475 5,000	2,600	14,713 8,400	23,567 2,528 5,434 5,434 6,272 1,176
ADDRESS	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS				
NAME	BARSEC NOMINEES LIMITED DESIGNATION: ESOP CREST MEMBERSHIP: 19801	BARSEC NOMINEES LIMITED DESIGNATION: ESOP CREST MEMBERSHIP: 19801	BARSEC NOMINEES LIMITED DESIGNATION: ESOP CREST MEMBERSHIP: 19801	BARSEC NOMINEES LIMITED DESIGNATION: ESOP CREST MEMBERSHIP: 19801	BARSEC NOMINEES LIMITED DESIGNATION: ESOP CREST MEMBERSHIP: 19801

82,510

TOTAL NUMBER OF SHARES ALLOTTED