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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

* IMPERIAL CHEMICAL INDUSTRIES PLC

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	ORDINARY
A Number allotted	5,305	1,902	1,073
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 5 FEBRUARY 19 98] 5, or

(b) [from _____ 19 _____ to _____ 19 _____] 5

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



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 ATTACHED	8,280		
Total	8,280		

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 16/12/98

‡ 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
100-102 George Street
Edinburgh
EH2 3DJ

IMPERIAL CHEMICAL INDUSTRIES PLC

UK SHARESAVE SCHEME - ALLOTMENT COMMITTEE - 5 FEBRUARY 1998

SUMMARY

1994 GRANT - OPTIONS @ 634p

HALIFAX BUILDING SOCIETY LIST DATED 21.01.98 (PAGES 1 ONLY) =	616	
LLOYDS BANK REGISTRAR'S LIST DATED 26.01.98 (PAGES 1 ONLY) =	1,891	
HALIFAX BUILDING SOCIETY LIST DATED 28.01.98 (PAGES 1 ONLY) =	1,103	
LLOYDS BANK REGISTRAR'S LIST DATED 02.02.98 (PAGES 1 ONLY) =	1,695	5,305

1995 GRANT - OPTIONS @ 619p

LLOYDS BANK REGISTRAR'S LIST DATED 26.01.98 (PAGES 1 ONLY) =	317	
HALIFAX BUILDING SOCIETY LIST DATED 28.01.98 (PAGES 1 ONLY) =	402	
LLOYDS BANK REGISTRAR'S LIST DATED 02.02.98 (PAGES 1 ONLY) =	1,183	1,902

1996 GRANT - OPTIONS @ 643p

HALIFAX BUILDING SOCIETY LIST DATED 21.01.98 (PAGES 1 ONLY) =	418	
LLOYDS BANK REGISTRAR'S LIST DATED 26.01.98 (PAGES 1 ONLY) =	120	
HALIFAX BUILDING SOCIETY LIST DATED 28.01.98 (PAGES 1 ONLY) =	126	
LLOYDS BANK REGISTRAR'S LIST DATED 02.02.98 (PAGES 1 ONLY) =	409	1,073

TOTAL NUMBER OF SHARES ALLOTTED

8,280
=====

1994 OPTION PRICE 6344P

H A L I F A X

1994 ICI PLC

Details of 1995 Options Exercised on 21.01.98

START DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	ROLLNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
01/02/95	ZW240629C	12087270	COOPER	DAVID	MR	26 FORGE WAY GREENFIELDS PARK CHESTER CH4 7NN	C/3973853-02	36.00	1350.42	3.90	178	213
01/02/95	YA717446C	11345608	OVENSTON	JOHN	MR	MANOR COTTAGE WELBURY NORTHALLERTON NORTH YORKS. DL6 2SE	C/3979476-09	68.00	2555.02	3.14	337	403
=====	=====	=====	=====	=====	=====	=====	=====	=====	=====	=====	=====	=====
Total:									3905.44 ✓		515	616
Count:												2

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
Miss Christine Anderton 6 West Lea Avenue Harrogate HG2 0AT	634p	213	£1,350.42
Mr Paul O'Hara 59 Windermere Road Stockton on Tees TS18 4NB	634p	94	£595.96
Mr Gary John Welch 49 Carr Road Fleetwood FY7 6QH	634p	992	£6,289.28
Mr Peter Royston Whitton 4 Willow Close Charfield, Wotton Under Edge GL12 8UD	634p	94	£595.96
Mr Bernard Wilson 1 Pritchett Road Ormsby, Cleveland, TS3 0NQ	634p	498	£3,157.32

TOTAL

1891

£11,988.94

Schedule Checked
Date - 26/01/98

1994 OPTION PRICE 6344

H A L I F A X

1994 ICI PLC

Details of 1995 Options Exercised on 28.01.98

START DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	ROLLNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
01/02/95	Y2497009A	12047589	GALVIN	DAVID	MR	7 HASSALL DRIVE ELSWICK PRESTON LANCASHIRE PR4 3UP	C/3978978-01	23.00	862.24	3.02	114	136
01/02/95	YX915929A	11875712	STEWART	COLIN	MR	21 BRACKEN CRESCENT GUISBOROUGH CLEVELAND TS14 8DS	C/3974557-01	163.00	6130.78	1.28	806	967
Total:												
Count:												
									6993.02		920	1103
												2

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 Alan Blair 43 Coulby Manor Farm Coulby Newham, Middlesborough, Cleveland, TS8 0RY	634p	172	£1,090.48
Mr Terence Brown 8 Aintree Road Redcar, TS10 2HX	634p	94	£595.96
Mr Alan Kennerley 2 Southfield Road, Norton Stockton, TS20 2EU	634p	213	£1,350.42
Mr Geoffrey Jennison 48 Bath Road Eston, Cleveland, TS6 9PG	634p	231	£1,464.54
Miss. Janet Green 18 Franklin Close, Stockton on Tees, TS18 5JW	634p	59	£374.06
Mr Michael Anthony Neal 2 Sydney Road, Middlesborough, TS7 8HG	634p	97	£614.98
Mr John Storr 17 St Annes Road Redcar, TS11 8BJ	634p	77	£488.18
Mr Peter Barnard 74 Belmangate Cleveland, TS14 7AQ	634p	136	£862.24
Mr Alan Vickers 1 Arden Close Guisborough, TS14 8LJ	634p	136	£862.24
Mr David Pickess 48 Brooklands Road Brantham, Manningtree, CO11 1RP	634p	403	£2,555.02
Miss Ruth Elizabeth Wakefield 98 Limes Crescent Marske by Sea, Cleveland, TS11 7BU	634p	77	£488.18
TOTAL		1695	£10,746.30

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

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
Miss Christine Anderton 6 West Lea Avenue Harrogate HG2 0AT	619p	151	£934.69
Mr Paul O'Hara 59 Windermere Road Stockton on Tees TS18 4NB	619p	99	£612.81
Mr Peter Royston Whitton 4 Willow Close Charfield, Wotton Under Edge GL12 8UD	619p	67	£414.73

TOTAL

317

£1,962.23

Checked _____
Date - 26/01/98

1995 Option Price 619p

H A L I F A X

1995 ICI PLC

Details of 1996 Options Exercised on 28.01.98

START DATE	N. I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	YZ497009A	12047589	GALVIN	DAVID	MR	7 HASSALL DRIVE ELSWICK PRESTON LANCASHIRE PR4 3UP	C/4416068-03	38.00	934.69	3.91	272	151
01/02/96	YX915929A	11875712	STEWART	COLIN	MR	21 BRACKEN CRESCENT GUISEBOROUGH CLEVELAND TS14 8DS	C/4415917-00	63.00	1553.69	2.41	451	251
=====	=====	=====	=====	=====	=====	=====	=====	=====	=====	=====	=====	=====
Total:									2488.38		723	402
Count:												2

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 Alan Blair 43 Coulby Manor Farm Coulby Newham, Middlesborough, Cleveland, TS8 0RY	619p	123	£761.37
Mr Terence Brown 8 Aintree Road Redcar, TS10 2HX	619p	79	£489.01
Mr Alan Kennerley 2 Southfield Road, Norton Stockton, TS20 2EU	619p	179	£1,108.01
Mr Geoffrey Jennison 48 Bath Road Eston, Cleveland, TS6 9PG	619p	151	£934.69
Miss. Janet Green 18 Franklin Close, Stockton on Tees, TS18 5JW	619p	39	£241.41
Mr Michael Anthony Neal 2 Sydney Road, Middlesborough, TS7 8HG	619p	41	£253.79
Mr John Storr 17 St Annes Road Redcar, TS11 8BJ	619p	51	£315.69
Mr Peter Barnard 74 Belmangate Cleveland, TS14 7AQ	619p	95	£588.05
Mr Alan Vickers 1 Arden Close Guisborough, TS14 8LJ	619p	95	£588.05
Mr David Pickess 48 Brooklands Road Brantham, Manningtree, CO11 1RP	619p	287	£1,776.53
Miss Ruth Elizabeth Wakefield 98 Limes Crescent Marske by Sea, Cleveland, TS11 7BU	619p	43	£266.17
TOTAL		1183	£7,322.77

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

Checked _____
 Date - 06/02/98
 020298

H A L I F A X
1996 ICI PLC

Details of 1997 Options Exercised on 21.01.98

1996 Option Price 643p

STAR	N.I.	EMP	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	EXERCISED	TERM 97
DATE	NUMBER												
01/02/97	YE330958A		WATKINS	KEITH	MR	242 NORBRECK ROAD THORNTON CLEVELEY LANCASHIRE THORNTON CLEVELEY LANCs FY5 1PD	C/06236752-09	224.00	2687.74	0.26	940	418	3
Total:									2687.74		940	418	
Count:													

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

NAME & ADDRESS	OPTION PRICE (P)	NO OF SHARES	EXERCISE COST
Miss Christine Anderton 6 West Lea Avenue Harrogate HG2 0AT	643p	85	£546.55
Mr Peter Royston Whitton 4 Willow Close Charfield, Wotton Under Edge GL12 8UD	643p	35	£225.05

TOTALS

120

£771.60

Checked _____
Date - 26/01/98

H A L I F A X
1996 ICI PLC

Details of 1997 Options Exercised on 28.01.98

1996 Option Price 643p

STAR	N.I.	EMP	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	EXERCISED	TERM 97
DATE	NUMBER	NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	EXERCISED	TERM 97
01/02/97	YZ497009A	12047589	GALVIN	DAVID	MR	7 HASSALL DRIVE ELSWICK PRESTON LANCASHIRE PR4 3UP	C/06241266-04	68.00	810.18	5.82	603	126	5
Total:									810.18 /		603	126 /	
Count:												1	

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 Alan Blair 43 Coulby Manor Farm Coulby Newham, Middlesborough, Cleveland, TS8 0RY	643p	52	£334.36
Mr Terence Brown 8 Aintree Road Redcar, TS10 2HX	643p	59	£379.37
Mr Alan Kennerley 2 Southfield Road, Norton Stockton, TS20 2EU	643p	35	£225.05
Mr Geoffrey Jennison 48 Bath Road Eston, Cleveland, TS6 9PG	643p	85	£546.55
Miss. Janet Green 18 Franklin Close, Stockton on Tees, TS18 5JW	643p	18	£115.74
Mr Michael Anthony Neal 2 Sydney Road, Middlesborough, TS7 8HG	643p	20	£128.60
Mr John Storr 17 St Annes Road Redcar, TS11 8BJ	643p	18	£115.74
Mr Peter Barnard 74 Belmangate Cleveland, TS14 7AQ	643p	52	£334.36
Mr Alan Vickers 1 Arden Close Guisborough, TS14 8LJ	643p	52	£334.36
Miss Ruth Elizabeth Wakefield 98 Limes Crescent Marske by Sea, Cleveland, TS11 7BU	643p	18	£115.74
TOTALS :-		409	£2,629.87

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

Checked _____
Date - 02/02/98