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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)

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)

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	4,642	1,884	606
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 11 DECEMBER 19 99] §, 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.

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

For official use



Please do not
write in
this margin

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

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

[Handwritten signature]

SECRETARY

Date 11/12/97

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 - 11 DECEMBER 1997

SUMMARY

1994 GRANT - OPTIONS @ 634p

LIST DATED 26.11.1997 (PAGE 1 ONLY) =	508
LIST DATED 03.12.1997 (PAGE 1 ONLY) =	4,134

1995 GRANT - OPTIONS @ 619p

LIST DATED 26.11.1997 (PAGE 1 ONLY) =	324
LIST DATED 03.12.1997 (PAGE 1 ONLY) =	1,560

1996 GRANT - OPTIONS @ 643p

LIST DATED 26.11.1997 (PAGE 1 ONLY) =	168
LIST DATED 03.12.1997 (PAGE 1 ONLY) =	438

7,132 ,
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1994 Option Price 634p

H A L I F A X
1994 ICI PLC

Details of 1995 Options Exercised on 26.11.97

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	25324028C	0038867	PEEVOR	JOHN	MR	20 DARNBROOK WAY NUNTHORPE MIDDLESBROUGH CLEVELAND TS7 0RA	C/3975620-04	55.00	1946.38	2.82	291	307
01/02/95	WP045343D	11798238	SHOTTON	MARK	MR	37 NORTH LANE ASTLEY MANCHESTER M29 7AA	C/3973290-09	36.00	1274.34	1.50	190	201
Total:									3220.72		481	508
Count:												2

1994 OPTION PRICE 634P

H A L I F A X
1994 ICI PLC

Details of 1994 Options Exercised on 03.12.97

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	YH820871A	00416150	BROWN	STANLEY	MR	LEVEN HOUSE HUTTON RUDBY YARM CLEVELAND TS15 0EU	C/3979418-01	163.00	5946.92	5.84	835	938
01/02/95	YB825397C	10952780	CORNELIUS	RICHARD JOHN	MR	'RAKAIA' 156 SYCAMORE ROAD FARNBOROUGH HAMPSHIRE GU14 6RF	C/3979289-08	28.00	1020.74	1.82	143	161
01/02/95	YE483776C	11487313	MCINNES	ROBERT	MR	17 KILWINNING ROAD STEVENSTON Ayrshire KA20 3AR	C/4005259-02	163.00	5946.92	5.84	835	938
01/02/95	YH314952B	05101867	RILEY	JOHN	MR	11 SANDOWN CLOSE CLIFTON ROAD ESTATE RUNCORN CHESHIRE WA7 4YU	C/3973443-10	42.00	1527.94	5.90	216	241
01/02/95	ZR787710A	12301191	ROGERS	GEORGE	MR	FAIRFIELDS 1 LEYCESTER CLOSE KNUTSFORD CHESHIRE WA16 8QQ	C/3978750-09	163.00	5946.92	5.84	835	938
01/02/95	YM108712A	11555173	STEAD	JOHN	MR	66 POND CROFT ROAD KNEBWORTH HERTS SG3 6DE	C/3979377-00	16.00	564.26	4.06	85	89
01/02/95	2X475277D	0762929	WOODS	JOHN	MR	26 SILVERDALE CLOSE BLACKBURN LANCASHIRE	C/3979458-00	144.00	5255.86	3.02	738	829
Total:								26209.56			3687	4134
Count:												7

1995 Option Price 619P

H A L I F A X

1995 ICI PLC

Details of 1995 Options Exercised on 26.11.97

START DATE	N. I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	ZS324028C	0038867	PEEVOR	JOHN	MR	20 DARNBROOK WAY NUNTHORPE MIDDLESBROUGH CLEVELAND TS7 0RA	C/4412621-03	58.00	1306.09	3.55	435	211
01/02/96	WP045343D	11798238	SHOTTON	MARK	MR	37 NORTH LANE ASTLEY MANCHESTER M29 7AA	C/4412314-01	31.00	699.47	0.51	232	113
Total:									2005.56 ✓		667	324
Count:												2

1995 OPTION PRICE 619P

H A L I F A X
1995 ICI PLC

Details of 1995 Options Exercised on 03.12.97

START DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	YH820871A	00416150	BROWN	STANLEY	MR	LEVEN HOUSE HUTTON RUDDY YARM CLEVELAND TS15 0EU	C/4416472-07	63.00	1485.60	3.72	462	240
01/02/96	YK667466B	11301732	CLEVELY	ROBERT JAMES	MR	8 THE FARTHING'S ASTLEY VILLAGE CHORLEY PR7 1TP	C/4416521-09	176.00	4159.68	0.96	1289	672
01/02/96	YB825397C	10952780	CORNELIUS	RICHARD JOHN	MR	'RAKAIA' 156 SYCAMORE ROAD FARNEBOROUGH HAMPSHIRE GU14 6RF	C/4417215-00	31.00	730.42	2.42	227	118
01/02/96	YE483776C	11487313	MCINNES	ROBERT	MR	17 KILWINNING ROAD STEVENSTON AYRSHIRE KA20 3AR	C/4413235-03	63.00	1485.60	3.72	462	240
01/02/96	ZX475277D	0762929	WOODS	JOHN	MR	26 SILVERDALE CLOSE BLACKBURN LANCASHIRE	C/4416227-09	76.00	1795.10	1.54	557	290
Total:								9656.40			2997	1560
Count:												5

1996 Option Price 643p

H A L I F A X

1996 ICI PLC

Details of ~~1997~~ Options Exercised on 26.11.97

STAR	N. I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	SHARES EXERCISED	TERM 97
01/02/97	ZS324028C		PEEVOR	JOHN K	MR	20 DARNBROOK WAY NUNTHORPE MIDDLESBROUGH CLEVELAND TS7 ORA	C/06237404-05	72.00	713.73	6.27	661	111	5
01/02/97	WP045343D	11798238	SHOTTON	MARK	MR	37 NORTH LANE ASTLEY MANCHESTER M29 7AA	C/06240674-05	37.00	366.51	3.49	340	57	5
Total:											1001	168	
Count:											1001	168	

1996 OPTION PRICE 643P

H A L I F A X

1996 ICI PLC

Details of 1997 Options Exercised on 03.12.97

STAR DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	SHARES EXERCISED	TERM 97
01/02/97	YK667466B	11301732	CLEVELY	ROBERT JAMES	MR	8 THE FARTINGS ASTLEY VILLAGE CHORLEY PR7 1TP	C/06236325-06	67.00	733.02	3.98	292	114	3
01/02/97	YB825397C		CORNELIUS	RICHARD JOHN	MR	RAKAIA 156 SYCAMORE ROAD FARNBOROUGH HANTS GU14 6RF	C/06239778-09	46.00	501.54	4.46	415	78	5
01/02/97	YE483776C	11487313	MCINNES	ROBERT	MR	17 KILWINNING ROAD STEVENSTON AYRSHIRE KA20 3AR	C/06236419-08	22.00	237.91	4.09	96	37	3
01/02/97	YM108712A	11555173	STEAD	JOHN	MR	66 POND CROFT ROAD KNEBWORTH HERTS SG3 6DE	C/06240291-10	135.00	1343.87	6.13	1239	209	5
Total:									2816.34		2042	438	
Count:												4	