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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	1,996	324	252
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 3 NOVEMBER 19 97] £, 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



Please do not
write in the
margin

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

_Designation#

SECRETARY

Date 3/11/97

‡ Insert
Director,
Secretary,
Administrator,
Administrative
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:-**

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

UK SHARES/SAVE SCHEME - ALLOTMENT COMMITTEE - 3 NOVEMBER 1997

SUMMARY

1994 GRANT - OPTIONS @ 634p

LIST DATED 20.10.97	(PAGE 1 ONLY) =	1,690
LIST DATED 22.10.97	(PAGE 1 ONLY) =	306

1995 GRANT - OPTIONS @ 619p

LIST DATED 20.10.97	(PAGE 1 ONLY) =	324
LIST DATED 22.10.97		NIL

1996 GRANT - OPTIONS @ 643p

LIST DATED 20.10.97	(PAGE 1 ONLY) =	252
LIST DATED 22.10.97		NIL

2,572
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1994 Option Price 634P

HALIFAX
1994 ICI PLC

Details of 1995 Options Exercised on 15-10-97

START DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLLNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
01/02/95	BURFORD	JOHN	MR	ROWANS GOATHLAND NORTH YORKSHIRE YO22 5AN	C/3980425-10	112.00	3842.04	5.16	612	606
01/02/95	GRAYSTONE	JONATHAN	MR	22 FARMERS WAY MAIDENHEAD BERKS SL6 3PL	C/3980128-05	42.00	1439.18	3.52	230	227
01/02/95	MARSHALL	BRIAN ARTHUR	DR	332 NORTON WAY SOUTH LETCHWORTH HERTS SG6 1TA	C/3973945-08	23.00	786.16	3.89	126	124
01/02/95	PATON	JOHN	DR	10 LONGLEY AVENUE KELSALL CHESHIRE CW6 0QZ	C/3977995-06	123.00	4101.98	0.07	691	647
01/02/95	PRENDERGAST	MAURICE	MR	29 THOMAS DRIVE WARFIELD BRACNELLS BERKS RG42 3DZ	C/3976564-05	16.00	545.24	4.36	88	86
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Total:									1747	1690
Count:										5

1994 OPTION PRICE 634P

HALIFAX

1994 ICI PLC

Details of 1995 Options Exercised on 22/10/97

START	SURNAME	FORENAME	TITLE	ADDRESS	ROLLNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
DATE										
01/02/95	BOWYER	TREVOR	MR	39 OXFORD RD RUNCORN CHESHIRE	C/3980185-04	55.00	1940.04	4.21	292	306
Total:							1940.04		292	306
Count:										1

1995 OPTION PRICE 619 P

H A L I F A X

1995 ICI PLC

Details of 1995 Options Exercised on 15-10-97

START DATE	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	MARSHALL	BRIAN ARTHUR	DR	332 NORTON WAY SOUTH LEITCHWORTH HERTS SG6 1TA	C/4414114-10	24.00	513.77	2.95	184	83
01/02/96	PATON	JOHN	DR	10 LONGLEY AVENUE KELSALL CHESHIRE CW6 0QZ	C/4411033-03	55.00	1126.58	2.57	431	182
01/02/96	PRENDERGAST	MAURICE	MR	29 THOMAS DRIVE WARFIELD BRACLNELL BERKS RG42 3DZ	C/4411783-04	17.00	365.21	0.80	130	59
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Total:							2005.56		745	324
Count:										3

1996 OPTION PRICE 643p

H A L I F A X

1996 ICI PLC

Details of 1997 Options Exercised on 15.10.97

STAR DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	SHARES EXERCISED	TERM 97
01/02/97	BURFORD	JOHN	MR	ROWANS THE COMMON GOATHLAND WHITBY NORTH YORKSHIRE YO22 5AN	C/06240478-05	63.00	565.84	1.16	588	88	5
01/02/97	MARSHALL	BRIAN ARTHUR	DR	332 NORTON WAY SOUTH LETCNORTH HERTS SG6 1TA	C/06239927-07	90.00	803.75	6.25	840	125	5
01/02/97	PRENDERGAST	MAURICE	MR	29 THOMAS DRIVE WARFIELD BRACNELLS BERKS RG42 3DZ	C/06236271-03	28.00	250.77	1.23	130	39	3
Total:								1620.36	1558	252	3
Count:											