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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	848	725	238
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)	£ 6-34p	£ 6-19p	£ 6-43p

Date(s) on which the shares were allotted

(a) [on 25 September 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

§ complete
(a) or (b) as
appropriate

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			

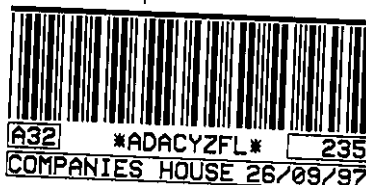
NOTES

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

Post room



Please do not
write in the
margin

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

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

**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 - 25 SEPTEMBER 1997

SUMMARY

1994 GRANT - OPTIONS @ 634p

LIST DATED 17.09.97 (PAGE 1 ONLY) = 848

1995 GRANT - OPTIONS @ 619p

LIST DATED 17.09.97 (PAGE 1 ONLY) = 725

1996 GRANT - OPTIONS @ 643p

LIST DATED 17.09.97 (PAGE 1 ONLY) = 238

1,811

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1994 OPTION PRICE 634P

H A L I F A X

1994 ICI PLC

Details of 1995 Options Exercised on 17/09/97

START DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLLNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
01/02/95	FIRTH	NEIL	DR	56 BENRIG AVENUE KILMAURS AYRSHIRE KA3 2QW	C/3973635-01	36.00	1191.92	5.80	203	188
01/02/95	GIBBS	SHARON	MISS	124 BALDOON SANDS ACKLAM MIDDLESBROUGH CLEVELAND TS5 8UF	C/3979303-07	68.00	2257.04	5.32	384	356
01/02/95	GORDON	DEREK	MR	31 SPRINGBANK ROAD ORMESBY MIDDLESBROUGH CLEVELAND TS7 9EL	C/3980216-08	29.00	963.68	1.15	163	152
01/02/95	LEATHER	STEPHEN	MR	252 DERBY ROAD WIDNES CHESHIRE WA8 3UF	C/3973769-02	29.00	963.68	1.15	163	152
Total:							5376.32		913	848
Count:										4

1995 OPTION PRICE 619p

H A L I F A X

1995 ICI PLC

Details of 1995 Options Exercised on 17/09/97

START DATE	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	FIRTH	NEIL	DR	56 BENRIG AVENUE KILMAURS AYRSHIRE KA3 2QN	C/4411106-02	38.00	773.75	4.49	298	125
01/02/96	GIBBS	SHARON	MISS	124 BALDOON SANDS ACKLAM MIDDLESBROUGH CLEVELAND TS5 8UF	C/4414065-08	72.00	1473.22	1.34	564	238
01/02/96	GORDON	DEREK	MR	31 SPRINGBANK ROAD ORMESBY MIDDLESBROUGH CLEVELAND TS7 9EL	C/4410426-00	38.00	773.75	4.49	298	125
01/02/96	LEATHER	STEPHEN	MR	252 DERBY ROAD WIDNES CHESHIRE WA8 3UF	C/4414256-01	55.00	1120.39	6.01	432	181
01/02/96	ROTHERHAM	ANTHONY	MR	18 BLUNDELL ROAD WIDNES CHESHIRE WA8 8SS	C/4414252-09	17.00	346.64	1.52	133	56
							4487.75		1725	725
Total:										5
Count:										

1996 Option Price 643P

H A L I F A X
1996 ICI PLC

Details of 1997 Options Exercised on 17/09/97

STAR	DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	SHARES EXERCISED	TERM 97
	01/02/97	GORDON	DEREK	MR	31 SPRINGBANK ROAD ORMESBY MIDDLESBROUGH CLEVELAND TS7 9EL	C/06235676-04	164.00	1311.72	0.28	790	204	3
	01/02/97	ROTHERHAM	ANTHONY	MR	18 BLUNDELL ROAD WIDNES CHESHIRE WA8 8SS	C/06235993-03	28.00	218.62	5.38	135	34	3
	Total:							1530.34		925	238	
	Count:										2	