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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
marginTo 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	5,256	4,094	1,965
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 18 SEPTEMBER 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.

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

For official use

Post room

A15 *ACETFZEL* 656
COMPANIES HOUSE 25/09/97

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 SHARES/SAVE SCHEME - ALLOTMENT COMMITTEE - 18 SEPTEMBER 1997

SUMMARY

1994 GRANT - OPTIONS @ 634p

LIST DATED 10.09.97 (PAGES 1 & 2) = 5,256

1995 GRANT - OPTIONS @ 619p

LIST DATED 10.09.97 (PAGES 1 & 2) = 4,094

1996 GRANT - OPTIONS @ 643p

LIST DATED 10.09.97 (PAGES 1 & 2) = 1,965

11,315
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1994 Option Price 6340

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1994 ICI PLC

Details of 1995 Options Exercised on 10/09/97

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START DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLINO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
01/02/95	BELL	THOMAS	MR	27 CHERRY BLOSSOM ROAD GREAT BEECH RUNCORN CHESHIRE	C/3974996-08	23.00	760.80	4.41	130	120
01/02/95	BOARDMAN	HARRY WALTER	MR	19 WILLOW GROVE BARNTON NORTHWICH CHESHIRE CW8 4LZ	C/4005408-00	36.00	1191.92	5.80	203	188
01/02/95	BROOKS	ROBERT	MR	25 ALFORD ROAD THE RIDINGS BROTTON SALTBURN CLEVELAND TS12 2XT	C/3978876-09	36.00	1191.92	5.80	203	188
01/02/95	BUNN	LESLIE	MR	20 WEAVERHAM ROAD GLEBE EST NORTON STOCKTON CLEVELAND TS20 1QJ	C/3978329-05	68.00	2257.04	5.32	384	356
01/02/95	CHEVALIER	MARCEL	MR	40 LIME GROVE ELTON CHESTER CHESHIRE CH2 4PX	C/3979189-01	23.00	760.80	4.41	130	120
01/02/95	CLARK	PETER	MR	23 ENNISMORE GARDENS MEWS LONDON SW7 1HY	C/3978307-04	119.00	3956.16	2.97	671	624
01/02/95	DENNING	ROBIN CLIVE	MR	9 MEAD ROAD NORTH WESTON PORTISHEAD BRISTOL BS20 8NY	C/3977581-00	29.00	963.68	1.15	163	152
01/02/95	DOCHERTY	ROBERT	MR	46 NORTH PARK BILLINGHAM CLEVELAND TS23 3SX	C/3975217-09	52.00	1724.48	5.56	293	272
01/02/95	DURLING	STUART	MR	24 QUAYSIDE FRODSHAM VAI WARRINGTON CHESHIRE WA6 7JN	C/3975885-01	68.00	2257.04	5.32	384	356
01/02/95	ENTWISTLE	DAVID	MR	15 GREENWAY DRIVE RUDHEATH NORTHWICH CHESHIRE CW9 7HJ	C/3977109-02	29.00	963.68	1.15	163	152
01/02/95	FELL	CHARLES GEORGE	MR	59 MILLFIELD ROAD WIDNES CHESHIRE WA8 6QS	C/3974783-03	55.00	1825.92	3.93	310	288
01/02/95	GILMOUR	RODNEY BRUCE	MR	WELFORD 42 RIVINGTON ROAD HALE ALTRINCHAM WA15 9PJ	C/3977869-00	42.00	1394.80	2.54	237	220
01/02/95	HEWARD	STANLEY	MR	28 IRVIN AVENUE SALTBURN CLEVELAND TS12 1QH	C/3975303-05	20.00	659.36	6.04	113	104
01/02/95	JACKSON	ALAN	MR	2 SUNLEY AVENUE GROVE HILL MIDDLESBROUGH CLEVELAND TS4 2PR	C/3979051-08	68.00	2257.04	5.32	384	356
01/02/95	JOLLEY	ANTHONY MICHAEL	MR	61 ROBY WELL WAY BILLINGE WIGAN LANCs WN5 7PP	C/3976938-01	29.00	963.68	1.15	163	152
01/02/95	NEVIN	PHILIP	MR	12 GLASTONBURY AVE UPTON BY	C/3976735-04	129.00	4285.84	5.99	727	676

1994 OPTION PRICE GBP

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1994 ICI PLC

Details of 1995 Options Exercised on 10/09/97

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START DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLLNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
01/02/95	PERRY	ALBERT FRANCIS	MR	CHESTER CHESHIRE 20 TRENT CLOSE CROXTETH PARK LIVERPOOL L12 0AY	C/3978820-03	13.00	431.12	1.39	73	68
01/02/95	SWINBURNE	JOHN	MR	TY GWYN LLANDEGLA ROAD LLANARMON-YN-IAL CLWYD CH7 4QX	C/3980218-04	29.00	963.68	1.15	163	152
01/02/95	WILKINSON	WILLIAM	MR	12 CHESTNUT GROVE BARNTON NORTHWICH CHESHIRE CW8 4ST	C/3974550-04	23.00	760.80	4.41	130	120
01/02/95	WILLIAMS	NIGEL	MR	10 MISTY CLOSE HOUGH GREEN WIDNES CHESHIRE WA8 9GB	C/3978164-00	84.00	2789.60	5.08	474	440
01/02/95	WILSON	DAVID JOHN	MR	562 KNUTSFORD ROAD LATCHFORD WARRINGTON CHESHIRE WA4 1JE	C/3975164-04	29.00	963.68	1.15	163	152
Total:							33323.04		5661	5256
Count:										21

1995 Option Price 619P

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1995 ICI PLC

Details of 1996 Options Exercised on 10/09/97

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START DATE	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	ATKINSON	RICHARD PAUL	MR	3 CHESTNUT GROVE BARNTON NORTHWICH CHESHIRE CW8 4ST	C/4415051-03	17.00	346.64	1.52	133	56
01/02/96	BELL	THOMAS	MR	27 CHERRY BLOSSOM ROAD GREAT BEECH RUNCORN CHESHIRE	C/4413432-01	38.00	773.75	4.49	298	125
01/02/96	BOARDMAN	HARRY WALTER	MR	19 WILLOW GROVE BARNTON NORTHWICH CHESHIRE CW8 4LZ	C/4416836-06	24.00	489.01	2.51	188	79
01/02/96	BROOKS	ROBERT	MR	25 ALFORD ROAD THE RIDINGS BROTON SALT BURN CLEVELAND TS12 2XT	C/4415995-02	55.00	1120.39	6.01	432	181
01/02/96	BUNN	LESLIE	MR	20 WEAVERHAM ROAD GLEBE EST NORTON STOCKTON CLEVELAND TS20 1QJ	C/4413242-06	38.00	773.75	4.49	298	125
01/02/96	CHEVALIER	MARCEL	MR	40 LIME GROVE ELTON CHESTER CHESHIRE CH2 4PX	C/4416777-07	34.00	693.28	3.04	266	112
01/02/96	CLARK	PETER	MR	23 ENNISMORE GARDENS MENS LONDON SW7 1HY	C/4413789-04	58.00	1182.29	5.55	455	191
01/02/96	DENNING	ROBIN CLIVE	MR	9 MEAD ROAD NORTH WESTON PORTISHEAD BRISTOL BS20 8NY	C/4416350-10	31.00	631.38	3.50	243	102
01/02/96	DOHERTY	ROBERT	MR	46 NORTH PARK BILLINGHAM CLEVELAND TS23 3SX	C/4411831-08	58.00	1182.29	5.55	455	191
01/02/96	DURLING	STUART	MR	24 QUAYSIDE FRODSHAM VAI WARRINGTON CHESHIRE WA6 7JN	C/4411290-05	58.00	1182.29	5.55	455	191
01/02/96	ENTWISTLE	DAVID	MR	15 GREENWAY DRIVE RUDHEATH NORTHWICH CHESHIRE CW9 7HJ	C/4411256-05	86.00	1757.96	3.32	674	284
01/02/96	FELL	CHARLES GEORGE	MR	59 MILLFIELD ROAD WIDNES CHESHIRE WA8 6QS	C/4412871-02	72.00	1473.22	1.34	564	238
01/02/96	FISHER	RONALD LEE	MR	15 CARTMELL CLOSE RUNCORN CHESHIRE WA7 4YS	C/4416458-01	72.00	1473.22	1.34	564	238
01/02/96	FREEMAN	RICHARD DOWNING	MR	CRANFORD COLEY AVENUE WOKING/SURREY GU22 7BS	C/4413299-10	176.00	3423.07	5.41	1408	553
01/02/96	GILMOUR	RODNEY BRUCE	MR	WELFORD 42 RIVINGTON ROAD HALL ALTRINCHAM WA15 9PJ	C/4413100-04	58.00	1182.29	5.55	455	191
01/02/96	HEWARD	STANLEY	MR	28 IRVIN AVENUE SALT BURN CLEVELAND TS12 1QH	C/4411036-08	38.00	773.75	4.49	298	125

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1996

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Details of 1997 Options Exercised on 10/09/97

STAR	DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	SHARES EXERCISED	TERM 97
	01/02/97	ATKINSON	RICHARD PAUL	MR	3 CHESTNUT GROVE BARNTON NORTHWICH CHESHIRE CW8 4ST	C/06235583-00	23.00	180.04	3.96	111	28	3
	01/02/97	BELL	THOMAS	MR	27 CHERRY BLOSSOM ROAD GREAT BEECH RUNCORN CHESHIRE	C/06242786-06	46.00	366.51	1.49	436	57	5
	01/02/97	BOARDMAN	HARRY WALTER	MR	19 WILLOW GROVE BARNTON NORTHWICH CHESHIRE CW8 4LZ	C/06236720-00	46.00	366.51	1.49	222	57	3
	01/02/97	BROOKS	ROBERT	MR	25 ALFORD ROAD THE RIDINGS BROTTON SALTBURN CLEVELAND TS12 2XT	C/06237383-09	54.00	430.81	1.19	512	67	5
	01/02/97	BUNN	LESLIE	MR	20 WEAVERHAM ROAD GLEBE EST NORTON STOCKTON CLEVELAND TS20 1QJ	C/06235648-09	72.00	572.27	3.73	347	89	3
	01/02/97	CHEVALIER	MARCEL	MR	40 LIME GROVE ELTON CHESTER CHESHIRE CH2 4PX	C/06239144-06	26.00	205.76	2.24	247	32	5
	01/02/97	CLARK	PETER	MR	23 ENNISMORE GARDENS MEWS LONDON SW7 1HY	C/06239886-06	62.00	495.11	0.89	588	77	5
	01/02/97	DENNING	ROBIN CLIVE	MR	9 MEAD ROAD NORTH WESTON PORTISHEAD BRISTOL BS20 8NY	C/06239948-10	72.00	572.27	3.73	683	89	5
	01/02/97	DOCHERTY	ROBERT	MR	46 NORTHPARK BILLINGHAM CLEVELAND TS23 3SX	C/06239868-08	126.00	1003.08	4.92	1196	156	5
	01/02/97	DURLING	STUART	MR	24 QUAYSIDE FRODSHAM VAI WARRINGTON CHESHIRE WA6 7JN	C/06242380-01	111.00	887.34	0.66	1053	138	5
	01/02/97	ENTWISTLE	DAVID	MR	15 GREENWAY DRIVE RUDHEATH NORTHWICH CHESHIRE CW9 7HJ	C/06237903-09	54.00	430.81	1.19	512	67	5
	01/02/97	FELL	CHARLES GEORGE	MR	59 MILLFIELD ROAD WIDNES CHESHIRE WA8 6QS	C/06239031-08	111.00	887.34	0.66	1053	138	5
	01/02/97	FISHER	RONALD LEE	MR	15 CARTMELL CLOSE RUNCORN CHESHIRE WA7 4YS	C/06238870-04	90.00	713.73	6.27	854	111	5
	01/02/97	FREEMAN	RICHARD DOWNING	MR	CRANFORD COLEY AVENUE WOKING/SURREY GU22 7BS	C/06241483-07	67.00	462.96	6.04	646	72	5
	01/02/97	GILMOUR	RODNEY BRUCE	MR	WELFORD 42 RIVINGTON ROAD HALE ALTRINCHAM WA15 9PJ	C/06241457-08	124.00	990.22	1.78	1176	154	5
	01/02/97	HEWARD	STANLEY	MR	28 IRVIN AVENUE SALTBURN CLEVELAND TS12 1QH	C/06237519-10	54.00	430.81	1.19	512	67	5

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HALIFAX

1996 ICI PLC

Details of 1997 Options Exercised on 10/09/97

STAR	DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	SHARES EXERCISED	TERM 97
	01/02/97	JACKSON	ALAN	MR	2 SUNLEY AVENUE GROVE HILL MIDDLESBROUGH CLEVELAND TS4 2PR	C/06235424-09	90.00	713.73	6.27	434	111	3
	01/02/97	JOLLEY	ANTHONY MICHAEL	MR	61 ROBY WELL WAY BILLINGE WIGAN LANCs WN5 7PP	C/06239342-02	143.00	1138.11	5.89	1357	177	5
	01/02/97	NEVIN	PHILIP	MR	12 GLASTONBURY AVE UPTON BY CHESTER CHESHIRE	C/06239326-00	56.00	443.67	4.33	531	69	5
	01/02/97	PERRY	ALBERT FRANCIS	MR	20 TRENT CLOSE CROXTETH PARK LIVERPOOL L12 0AY	C/06238781-03	28.00	218.62	5.38	266	34	5
	01/02/97	WILLIAMS	NIGEL	MR	10 MISTY CLOSE HOUGH GREEN WIDNES CHESHIRE WA8 9GB	C/06238866-06	54.00	430.81	1.19	512	67	5
	01/02/97	WILSON	DAVID JOHN	MR	562 KNUTSFORD ROAD LATCHFORD WARRINGTON CHESHIRE WA4 1JE	C/06238934-04	46.00	366.51	1.49	436	57	5
	01/02/97	YOUNG	TREVOR JOSEPH	MR	5 EASTBURY CLOSE FARNWORTH WIDNES CHESHIRE WA8 9NW	C/06236022-02	41.00	327.93	0.07	197	51	3
Total:								12634.95		13881	1965	
Count:											23	