

17-09-97

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	3531	5097	2940
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)	£ 6-00	£ 5-56	£ 5-26

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 11 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

3. If the allotment is wholly or partly other than for cash the following information must be given (see notes 2 & 3)

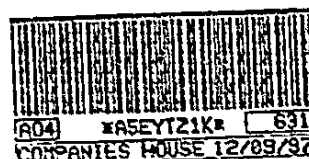
D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

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



17 - 09 - 97

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COMPANIES FORM No. 88(2)(Rev 1988) Return of allotments of shares

88(2)

2

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(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)

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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 †			
A Number allotted	ORDINARY		
B Nominal value of each	11,630		
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 1-00	£	£
	£ 7-01	£	£

Date(s) on which the shares were allotted

(a) [on 11 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

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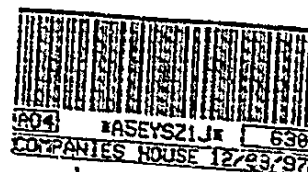
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Presenter's name address, telephone
number and reference (if any):

For official use



22

Please do not
write in the
margin

[illegible]

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 _____

[illegible]

‡ 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

17 - 09 - 97

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTION SCHEMES

ALLOTMENT COMMITTEE - 11 SEPTEMBER 1997

SUMMARY

OPTIONS AT 600p
OPTIONS AT 556p
OPTIONS AT 526p
OPTIONS AT 701p

3,531
5,097
2,940
11,630

TOTAL NUMBER OF SHARES ALLOTTED

23,198

17-09-97

IMPERIAL CHEMICAL INDUSTRIES PLCSENIOR STAFF SHARE OPTIONS SCHEMESALLOTMENT COMMITTEE - 11 SEPTEMBER 1997

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF ORDINARY SHARES</u>	<u>OPTION PRICE</u>
BARSEC NOMINEES LIMITED	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS	3,531 5,097 2,940 3,630	600p 556p 526p 701p
DESIGNATION: ESOP CREST MEMBERSHIP: 19801			
BARSEC NOMINEES LIMITED	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS	3,000	701p
DESIGNATION: ESOP CREST MEMBERSHIP: 19801			

TOTAL NUMBER OF SHARES ALLOTTED

23,126
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17 - 09 - 97

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COMPANIES FORM No. 88(2) (Rev 1988)

Return of allotments of shares**88(2)**

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Company number

218019

* insert full name
of company

1. Name of company

* IMPERIAL CHEMICAL INDUSTRIES PLC

† distinguish
between
ordinary
preference, etc.

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	ORDINARY
A Number allotted	1,692	597	312
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

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 11 September 1997] §, 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			

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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



Please do not
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margin.

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

11/11/2017

‡ 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

17 - 09 - 97

IMPERIAL CHEMICAL INDUSTRIES PLC

UK SHARES/SAVE SCHEME - ALLOTMENT COMMITTEE - 11 SEPTEMBER 1997

SUMMARY

<u>1994 GRANT - OPTIONS @ 634p</u>	
LIST DATED 03.09.97 (PAGE 1 ONLY)	= 1,692
<u>1995 GRANT - OPTIONS @ 619p</u>	
LIST DATED 03.09.97 (PAGE 1 ONLY)	= 597
<u>1996 GRANT - OPTIONS @ 643p</u>	
LIST DATED 03.09.97 (PAGE 1 ONLY)	= 312

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2,601

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17-09-97

1994 Option Price 634P

H A L I F A I

1994, ICI PLC

Details of 1995 Options Exercised on 03/09/97

START DATE	SURNAME	FORNAME	TITLE	ADDRESS	POLYNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LABSED 95	SHARES EXERCISED
01/02/95	ANDERSON	HELEN	MS	81 SHARPHILL ROAD SALTWOODS AYRSHIRE KA21 5QU	C/3976084-08	16.00	513.54	2.78	93	81
01/02/95	BRUDENELL	LEONARD	MR	26 WINDSOR ROAD REDCAR CLEVELAND TS10 2B3	C/3974642-10	20.00	640.34	5.06	116	101
01/02/95	COLLETHILL	JOHN	MR	2 RUSSELL ROAD WESTON POINT PIMCOOR CHESHIRE HA7 4BQ	C/3977098-03	42.00	44.38	1.56	450	7
01/02/95	HENDERSON	CHRISTINE	MS	25 TORQUAY AVENUE HARTLEPOOL CLEVELAND TS25 3DP	C/3978702-09	36.00	1191.92	5.80	203	186
01/02/95	UNTLA	DARSHAN	MR	49 LANCELEY ROAD SLOUGH BERKS SL3 7AH	C/3974966-06	99.00	3290.46	3.27	558	519
01/02/95	STOKER	ASHLEY	MR	49 COPMERS LANE WIMBORNE CHESHIRE WA9 9JB	C/3979444-00	36.00	1191.92	5.80	203	188
01/02/95	WESTBURY	CHRISTOPHER CHARLES	MR	20 MARLBOROUGH CLOSE HARTLEY HEATH WELMATH HERTS AL6 0UG	C/3973230-05	116.00	3854.72	4.60	654	606
Total:										10727.28
Count:										2277
										1692

17-09-97

00218019

1995 OPTION PRICE 619P

H A L I P A X

1995 ICI PLC

Details of 1995 Options Exercised on 03/09/97

START DATE	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/95	CATHEROLE	JULIE MAGARET	MRS	38 BRENDON GROVE SOBER HALL IMOLEY BARNHICK STOCKTON ON TESSES CLEVELAND TS17 0PH	C/4415953-00	17.00	346.64	1.52	133	56
01/02/96	COLESHILL	JOHN	MR	2 RUSSELL ROAD WESTON POINT RIMMOON CHESHIRE WAT 48G	C/4413063-06	51.00	55.71	0.53	559	9
01/02/96	JAMES	DARSHAN	MR	49 LANSLEY ROAD SLOUGH BERKS SL3 7NH	C/4410653-00	107.00	2191.26	0.10	838	354
01/02/96	WESTBURY	CHRISTOPHER CHARLES	MR	20 PARLBOROUGH CLOSE HARELEY HEATH MELTON HERTS AL4 0UC	C/4413955-02	54.00	1101.82	4.10	423	178
							3695.43		1953	597
										4

Total:
Count:

17-09-97

1996 Option Price 643P

HALIFAX

1996 ICI PLC

Details of 1997 Options Exercised on 03/09/97

STAR DATE	SURNAME	FORNAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED \$7	SHARES EXERCISED	TERM 97
01/02/97	CATTENHOLE	JULIE MARGARET	MRS	38 BEDFORD GROVE SOBER HALL INXLEY HARMICK STOCKTON ON TEES CLEVELAND TS17 0PH	C/06240940-10	14.00	109.31	2.69	133	17	5
01/02/97	COLMCHILL	JOHN HARRY	MR	2 RUSSELL ROAD WESTON POINT MUCHON CUESHIRE WA7 4BD	C/06239104-07	139.00	141.46	2.07	1469	22	5
01/02/97	HEWEDSON	CHRISTINE	MRS	25 TORQUAY AVENUE HARTLEPOOL CLEVELAND TS25 3DP	C/06240397-09	46.00	366.51	1.49	436	57	5
01/02/97	EMMA	DANIELA	MR	49 LANGLEY ROAD SLOUGH DEREK SL3 7AJ	C/06239562-10	40.00	315.07	4.93	380	49	5
01/02/97	STONER	ASHLEY	MR	49 CROFTERS LANE WIDNES CHESHIRE WA9 9JD	C/06241120-10	72.00	572.27	3.73	683	89	5
01/02/97	WESTBURY	CHRISTOPHER CHARLES	MR	20 MARLBOROUGH CLOSE WARDLEY HEATH WELMAYN HERTS AL6 0UG	C/06236518-06	63.00	501.54	2.46	304	78	3
Total:							2006.16		3405	312	
Count:										6	