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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	1,393	201	146
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 14 AUGUST 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



4. Names and addresses of the allottees

Please do not
write in the
margin

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

[illegible]

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:

□

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

Signed [Signature] Designation: Secretary Date 14/8/97

Companies registered in England and Wales or Wales should deliver this form to:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF4 3UZ

**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 - 14 AUGUST 1997

SUMMARY

1994 GRANT - OPTIONS @ 634p

LIST DATED 06.08.97 (PAGE 1 ONLY) = 1,393

1995 GRANT - OPTIONS @ 619p

LIST DATED 06.08.97 (PAGE 1 ONLY) = 201

1994 GRANT - OPTIONS @ 643p

LIST DATED 06.08.97 (PAGE 1 ONLY) = 146

1,740

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1994 Option Price 634P

H A L I F A X

1994 ICI PLC

Details of 1995 Options Exercised on 06/08/97

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	ZS431273D	11425237	BELLFIELD	THOMAS	MR	39 LUDLOW CRESCENT RUNCORN CHESHIRE WA7 4XH	C/3973671-08	36.00	1077.80	6.16	221	170
01/02/95	WE844558D	05869498	COLESHILL	JOHN	MR	2 RUSSELL ROAD WESTON POINT RUNCORN CHESHIRE WA7 4BG	C/3977098-03	42.00	1306.04	3.94	251	206
01/02/95	WL646882B	0511845	FERGUSON	PHILIP	MR	183 HOOD LANE SANKEY WARRINGTON CHESHIRE WA5 1ET	C/3975859-02	16.00	494.52	4.52	96	78
01/02/95	WE901008B	1148750	GORDON	KENNETH	MR	1 BATHURST DRIVE AYR AYRSHIRE KA7 4QN	C/3976776-01	13.00	399.42	6.05	78	63
01/02/95	YA860463B	00440434	LAMBERT	MALCOLM	MR	10 HUNSTANTON GROVE NEW MARSKE REDCAR CLEVELAND TS11 8JY	C/3975372-08	11.00	348.70	5.39	64	55
01/02/95	YB781457D	07689144	NAVLOE	JOHN	MR	4 PINWOOD AVENUE THORNTON-CLEVELEYS LANCASHIRE FY5 5EN	C/3978243-04	68.00	2187.30	1.62	395	345
01/02/95	YB785658C	05203198	SMITHAM	GEORFERY	MR	85 GREENWAY RD RUNCORN CHESH	C/4005411-00	29.00	900.28	4.23	173	142
01/02/95	YH256776B	05771625	WILLIAMS	PETER	MR	7 LINDON DRIVE HELSBY CHESHIRE WA6 0DZ	C/3980093-09	68.00	2117.56	3.36	406	334
Total:									8831.62		1684	1393
Count:												8

1995 OPTION PRICE 619p

HALIFAX
1995 ICI PLC

Details of 1996 Options Exercised on 06/08/97

START DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE SHARES	LAPSED EXERCISED	SHARES
01/02/96	WE844558D	05869498	COLESHILL	JOHN	MR	2 RUSSELL ROAD WESTON POINT RUNCORN CHESHIRE WA7 4BG	C/4413063-06	51.00	934.69	5.24	417	151
01/02/96	WL646882B	0511845	FERGUSON	PHILIP	MR	183 HOOD LANE SANKEY WARRINGTON CHESHIRE WA5 1ET	C/4412814-03	17.00	309.50	3.81	139	50
Total:									1244.19	✓	556	201
Count:											2	

1996 Option Price 643p

STAR DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	SHARES EXERCISED	TERM 97
01/02/97	COLESHILL	JOHN HARRY	MR	2 RUSSELL ROAD WESTON POINT RUNCORN CHESHIRE WA7 4BG	C/06239104-07	139.00	829.47	4.53	1362	129	5
01/02/97	FERGUSON	PHILIP	MR	183 HOOD LANE SANKEY WARRINGTON CHESHIRE WA5 1ET	C/06238857-07	19.00	109.31	4.69	186	17	5
Total:											
Count:											
938.78 /											
1548											
146											
2											