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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)**

To the Registrar of Companies (address overleaf)
(see note 1)

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	1263	252	138
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 JULY 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			

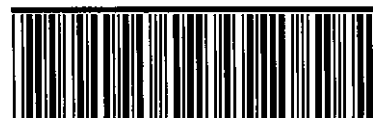
NOTES

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



A11 *A6E41X3Z* 254
COMPANIES HOUSE 04/07/97

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:

Signed.

Designation#

SECRETARY

Date_____

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

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/AVE SCHEME - ALLOTMENT COMMITTEE - 3 JULY 1997

SUMMARY

1994 GRANT - OPTIONS @ 634p

LIST DATED	18.06.97	(PAGE 1 ONLY)	=	672
LIST DATED	25.06.97	(PAGE 1 ONLY)	=	591

1995 GRANT - OPTIONS @ 619p

LIST DATED	18.06.97	(PAGE 1 ONLY)	=	76
LIST DATED	25.06.97	(PAGE 1 ONLY)	=	176

1996 GRANT - OPTIONS @ 643p

LIST DATED	25.06.97	(PAGE 1 ONLY)	=	138
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1,653

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H A L I F A X

1994 ICI PLC

Details of 1994 Options Exercised on 18/06/97

1994 Option Price 634p

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	YE831309D	07683162	MARKS	TERENCE	MR	50 COMPLEY AVENUE POULTON-LE-FYLDE LANCASHIRE FY6 8AL	C/3976386-03	68.00	2104.88	5.16	408	332
01/02/95	YA045980B	12033219	MAYHEW	BERNARD WILLIAM	MR	31 WORDSWORTH ROAD STOWMARKET SUFFOLK IP14 1TT	C/3978648-00	36.00	1077.80	3.28	221	170
01/02/95	YH000726D	12321699	ROGERS	WILLIAM	MR	20 WINDSOR ROAD STOCKTON CLEVELAND TS18 4DY	C/3975601-08	36.00	1077.80	3.28	221	170
Total:									4260.48		850	672
Count:												3

1994 OPTION PRICE 634P

HALIFAX
1994 ICI PLC

Details of 1995 Options Exercised on 25/06/97

START DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLLNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
01/02/95	CRAIG (DECEASED)	STEPHEN	DR	C/O SYLVIA CRAIG BROOKWOOD THE GROVE HUTTON RUDDY YARM TS15 0HD	C/3973959-08	124.00	2529.66	0.46	950	399
01/02/95	MILLARD	GEORGE	MR	84 MILL ROAD IRVINE AYRSHIRE KA12 0JH	C/4005500-01	42.00	1217.28	1.98	265	192
Total:							3746.94		1215	591
Count:										2

1995 OPTION PRICE 619P

H A L I F A X
1995 ICI PLC

Details of 1996 Options Exercised on 18/06/97

START DATE	N. I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	YR624074B	03860124	BLYTH	CLIFFORD	MR	7 MEADOW AVENUE FLEETWOOD LANCASHIRE FY7 7PL	C/4416974-05	31.00	470.44	3.86	269	76
Total:												
Count:												
									470.44		269	76
											1	

1995 OPTION PRICE 619 P

HALIFAX

1995 ICI PLC

Details of 1996 Options Exercised on 25/06/97

START DATE	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	CRAIG (DECEASED)	STEPHEN	DR	C/O SYLVIA CRAIG BROOKWOOD THE GROVE HUTTON RUDDY YARM TS15 0HD	C/4415143-09	60.00	433.30	6.08	598	70
01/02/96	FAIRHURST	JOHN RODNEY	MR	56 ARUNDEL DRIVE POULTON-LE-FYLDE LANCASHIRE FY6 7TF	C/4416819-06	38.00	656.14	2.78	317	106
Total:							1089.44		915	176
Count:										2

1996 OPTION PRICE 643E

HALIFAX

1996 ICI PLC

Details of 1997 Options Exercised on 25/06/97

STAR	DATE	SURNAME	FORENAME	TITLE	ADDRESS	ROLL NUMBER 97	PAYMENT	COST 97	RESIDUE 97	SHARES LAPSED 97	SHARES EXERCISED	TERM 97
	01/02/97	FAIRHURST	JOHN RODNEY	MR	56 ARUNDEL DRIVE POULTON-LE-FYLDE LANCASHIRE FY6 7TF	C/06238996-04	178.00	887.34	2.66	1772	138	5
Total:												
Count:												
								887.34	1772	138		