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

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

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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

* insert full name
of company

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	8,900	6,300	
B Nominal value of each	£ 1-00	£ 1-00	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 6-66	£ 7-55	£

† distinguish
between
ordinary
preference, etc.

Date(s) on which the shares were allotted

(a) [on 22 May 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

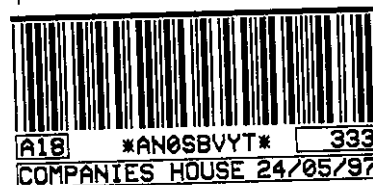
\$ complete
(a) or (b) as
appropriate3. If the allotment is wholly or partly other than for cash the following information must be given
(see notes 2 & 3)D Extent to which each share is to be treated as paid up.
Please use percentage.E Consideration for which the
shares were allotted**NOTES**

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



IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTION SCHEMES

ALLOTMENT COMMITTEE - 22 MAY 1997

SUMMARY

OPTIONS AT 607p	39,993
OPTIONS AT 432p	49,154
OPTIONS AT 701p	1,373
OPTIONS AT 666p	8,900
OPTIONS AT 755p	6,300

TOTAL NUMBER OF SHARES ALLOTTED

105,720

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IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTIONS SCHEMES

ALLOTMENT COMMITTEE - 22 MAY 1997

<u>NAME</u>	<u>ADDRESS</u>	<u>NO.OF ORDINARY SHARES</u>	<u>OPTION PRICE</u>
BARSEC NOMINEES LIMITED	EBBGATE HOUSE,	39,993	607p
<u>DESIGNATION : ESOP</u>	2 SWAN LANE		
<u>CREST MEMBERSHIP: 19801</u>	LONDON		
	EC4R 3TS		
BARSEC NOMINEES LIMITED	EBBGATE HOUSE,	49,154	432p
<u>DESIGNATION : ESOP</u>	2 SWAN LANE	1,373	701p
<u>CREST MEMBERSHIP: 19801</u>	LONDON	8,900	666p
	EC4R 3TS	6,300	755p

TOTAL NUMBER OF SHARES ALLOTTED

105,720
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