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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)

Company number

218,019

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

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 †	ORDINAR	ORDINARY	
A Number allotted	1,375	454	
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)	£ 6-34p	£ 6-19p	£

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

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



A18 *AN0SEVYW* 336
COMPANIES HOUSE 24/05/97

Please do not
write in the
margin

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
SEE LIST ATTACHED	1,829		
Total	1,829		

**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 [Signature] Designation SECRETARY Date 22 May 1997

‡ 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 SHARESAVE SCHEME - ALLOTMENT COMMITTEE - 22 MAY 1997

SUMMARY

1994 GRANT - OPTIONS @ 634p

LIST DATED	08.05.97	(PAGE 1 ONLY)	=	417
LIST DATED	14.05.97	(PAGE 1 ONLY)	=	958

1995 GRANT - OPTIONS @ 619p

LIST DATED	08.05.97	(PAGE 1 ONLY)	=	59
LIST DATED	14.05.97	(PAGE 1 ONLY)	=	395

1,829

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1994 Option Price 634P

HALIFAX BUILDING SOCIETY

1994 ICI PLC

Details of 1995 Options Exercised on 06.05.97

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	YB215071A	10959076	REYNOLDS	GEORGINA	MISS	30 KENNEDY GARDENS SEVENOAKS KENT TN13 3UG	C/3980278-08	36.00	1001.72	4.84	233	158
01/02/95	NM770904D	12168890	SMITHAM	GAIL	MISS	32 IVY STREET RUNCORN CHESHIRE WA7 5NU	C/3976219-00	23.00	640.34	2.74	149	101
01/02/95	YE224173D	11441577	WAKEFIELD	BARRY	MR	6 MAPLE GROVE BARNTON NORTHWICH CHESHIRE CW8 4SN	C/3980085-08	36.00	1001.72	4.84	233	158
Total:									2643.78		615	417
Count:												3

HALIFAX BUILDING SOCIETY

1994 ICI PLC

Details of 1995 Options Exercised on 13.05.97

1994 OPTION PRICE 6347

START DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	ROLLNO 95	PAYMENT 95	COST 95	RESIDUE 95	SHARES LAPSED 95	SHARES EXERCISED
/02/95	YT216727D	10994300	AIREY	JOHN	MR	38 CROMWELL ROAD STEVENAGE HERTS SG2 9HU	C/3980289-03	68.00	1895.66	5.62	441	299
/02/95	ZK251601A	05337445	ELLIS	HERBERT	MR	181 CORONATION DRIVE DITTON WIDNES CHESHIRE WA8 8AB	C/3975095-08	36.00	1039.76	2.80	227	164
/02/95	YK458677D	11738863	IZZARD	MARY	MISS	28 CHELWOOD AVENUE HATFIELD HERTS AL10 0RE	C/3977459-08	36.00	1039.76	2.80	227	164
/02/95	YA301991B	11225424	MCHUGH	ENNIS	MR	41 SOUTH BEACH ROAD ARDROSSAN AYRSHIRE KA22 8AT	C/4005254-01	23.00	564.26	5.22	161	89
/02/95	YK294177C	11557931	PALMER	PAULINE	MRS	13 WINCANTON ROAD REDCAR CLEVELAND TS10 2HR	C/3977376-01	55.00	1534.28	3.52	356	242
total:									6073.72		1412	958
unt:												5

1995 OPTION PRICE 619P

HALIFAX BUILDING SOCIETY

1995 ICI PLC

Details of 1996 Options Exercised on 06.05.97

START DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
01/02/96	NB890200C	12277193	BULLEN	SHAUN	MR	7A BESWICK ROAD WINNINGTON NORTHWICH CHESHIRE CW8 1AP	C/4413062-08	24.00	365.21	1.99	208	59
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Total:									365.21		208	59
Count:												1

HALIFAX BUILDING SOCIETY

1995 ICI PLC

1995 Option Price 619P

Details of 1996 Options Exercised on 13.05.97

START DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
1/02/96	ZK251601A	05337445	ELLIS	HERBERT	MR	181 CORONATION DRIVE DITTON WIDNES CHESHIRE WA8 8AB	C/4411291-03	38.00	619.00	0.40	323	100
1/02/96	YK458677D	11738863	IZZARD	MARY	MISS	28 CHELWOOD AVENUE HATFIELD HERTS AL10 0RE	C/4415804-02	45.00	730.42	3.08	383	118
1/02/96	YK294177C	11557931	PALMER	PAULINE	MRS	13 WINCANTON ROAD REDCAR CLEVELAND TS10 2HR	C/4416611-08	72.00	1095.63	5.97	625	177
									2445.05		1331	395
												3

Total:
Amount: