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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		
A Number allotted	2269		
B Nominal value of each	£ 1-00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 6-55	£	£

§ complete (a) or (b) as appropriate

Date(s) on which the shares were allotted

(a) [on 9 January 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			

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

A22 *A50FZSC8* 654

COMPANIES HOUSE 14/01/97

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

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
See list Attached	2,269		
Total	2,269		

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 _____ Designation‡ Secretary Date 3/1/97

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

SENIOR STAFF SHARE OPTION SCHEMES

ALLOTMENT COMMITTEE - 9 JANUARY 1997

SUMMARY

OPTIONS AT 655p	2,269
TOTAL NUMBER OF SHARES ALLOTTED	2,269

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTIONS SCHEMES

ALLOTMENT COMMITTEE - 9 JANUARY 1997

NAME	ADDRESS	NO.OF ORDINARY SHARES	OPTION PRICE
BARSEC NOMINEES LIMITED DESIGNATION : ESOP CREST MEMBERSHIP: 19801	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS	2,269	655p
TOTAL NUMBER OF SHARES ALLOTTED		2,269	

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