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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
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* 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	
A Number allotted	1104	259	
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 2 JANUARY 19 97] \$, or

(b) [from _____ 19 _____ to _____ 19 _____] \$

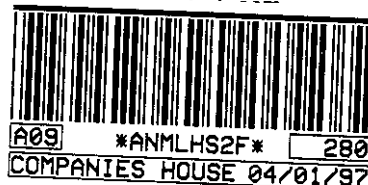
The names and addresses of the allottees and the number of shares allotted to each should be given overleaf

§ complete
(a) or (b) as
appropriate**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



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	1,363		
Total	1,363		

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 2 January 1997

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 - 2 JANUARY 1997
SUMMARY

1994 GRANT - OPTIONS @ 634p

LIST DATED 17.12.96 (PAGE 1 ONLY) = 1,104

1995 GRANT - OPTIONS @ 619p

LIST DATED 18.12.96 (PAGE 1 ONLY) = 259

1,363

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1994 Option Price 634p

HALIFAX BUILDING SOCIETY
ICI PLC

Details of 1994 Options Exercised on 17/12/96

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	YX591566C	02560682	BALDERSON	ALAN	MR	148 WOLVISTON BACK LANE BILLINGHAM CLEVELAND TS23 3RB	C/3975057-05	10.00	221.90	4.50	73	35
/02/95	YM531062C	11455683	MARSH	JOHN	MR	27 EYEBROOK ROAD BOWDON ALTRINCHAM CHESHIRE WA14 3LH	C/3976639-00	119.00	2929.08	3.08	833	462
/02/95	YK226507C	11587369	PARKINSON	IAN	MR	39 WOLSEY ROAD MOOR PARK NORTHWOOD MIDDY HA6 2ER	C/3975068-00	163.00	3848.38	4.94	1166	607
												6999.36
												2072
												1104
												3

Total:
Amount:

HALIFAX BUILDING SOCIETY ICI PLC

Details of 1995 Options Exercised on 17/12/96

1995 Option Price 619p

START DATE	N.I. NUMBER	EMP NUMBER	SURNAME	FORENAME	TITLE	ADDRESS	96 ROLL NUMBER	PAYMENT	COST	RESIDUE	SHARES LAPSED	SHARES EXERCISED
1/02/96	YM531062C	11455683	MARSH	JOHN	MR	27 EYEBROOK ROAD BOWDON ALTRINCHAM CHESHIRE WA14 3LH	C/4412071-01	58.00	693.28	2.72	534	112
1/02/96	YK226507C	11587369	PARKINSON	IAN	MR	39 WOLSEY ROAD MOOR PARK NORTHWOOD MIDDX HA6 2ER	C/4410445-07	63.00	687.09	5.91	591	111
1/02/96	NA055468A	12147850	WILLIAMS	ELIZABETH MORGAN	MISS	9 DRAYTON MANOR EAST DIDSBURY MANCHESTER M20 5GJ	C/4415425-10	38.00	222.84	5.16	387	36
									1603.21		1512	259
												3

Total:
Count: