

G 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

218019

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 †	ORDINARY		
A Number allotted	4892		
B Nominal value of each	£ 1-00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 5-28	£	£

Date(s) on which the shares were allotted

(a) [on 19 December 19 96] £, 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)

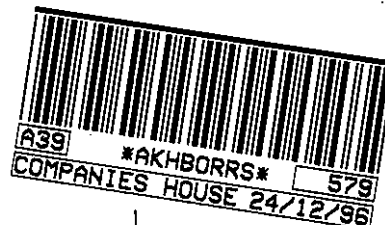
D Extent to which each share is to be treated as paid up. Please use percentage.			
E Consideration for which the shares were allotted			

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



Please do not
write in the
margin

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

The diagram shows a rectangular domain with a central square hole. The domain is divided into four quadrants by a horizontal line and a vertical line. The central square hole is also divided into four quadrants. The top-left quadrant of the hole is labeled 'a', the top-right 'b', the bottom-left 'c', and the bottom-right 'd'. The top-left quadrant of the outer domain is labeled 'e', the top-right 'f', the bottom-left 'g', and the bottom-right 'h'. The central square hole is labeled 'i'.

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

[Handwritten signature]

Secretary

19 Dec 1970

**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 - 19 DECEMBER 1996

SUMMARY

OPTIONS AT 528p

4,892

TOTAL NUMBER OF SHARES ALLOTTED

4,892

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTIONS SCHEMES

ALLOTMENT COMMITTEE - 19 DECEMBER 1996

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF ORDINARY SHARES</u>	<u>OPTION PRICE</u>
BARSEC NOMINEES LIMITED	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS	4,892	528p
<u>DESIGNATION: ESOP</u>			
<u>CREST MEMBERSHIP: 19801</u>			

TOTAL NUMBER OF SHARES ALLOTTED

4,892
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