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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	ORDINARY
A Number allotted	6,198	7,056	2,549
B Nominal value of each	£ 1-00	£ 1-00	£ 1-00
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 5-56	£ 5-26	£ 7-01

§ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 31 October 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

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



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IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTION SCHEMES

ALLOTMENT COMMITTEE - 31 OCTOBER 1996

SUMMARY

OPTIONS AT 755p	1,900
OPTIONS AT 600p	11,708
OPTIONS AT 621p	16,475
OPTIONS AT 556p	6,198
OPTIONS AT 526p	7,056
OPTIONS AT 701p	2,549

TOTAL NUMBER OF SHARES ALLOTTED

45,886

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTIONS SCHEMES

ALLOTMENT COMMITTEE - 31 OCTOBER 1996

<u>NAME</u>	<u>ADDRESS</u>	<u>NO.OF ORDINARY SHARES</u>	<u>OPTION PRICE</u>
BARSEC NOMINEES LIMITED <u>DESIGNATION : ESOP</u> <u>CREST MEMBERSHIP: 19801</u>	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS	1,900	755p
BARSEC NOMINEES LIMITED <u>DESIGNATION : ESOP</u> <u>CREST MEMBERSHIP: 19801</u>	EBBGATE HOUSE, 2 SWAN LANE LONDON EC4R 3TS	8,764 2,944 16,475 388	600p 600p 621p 556p
RICHARD JOHN COLES ESQ <u>ACCOUNT NO: 03791656</u>	THE VIEW THE DOWNS GIVONS GROVE LEATHERHEAD SURREY KT22 8LF	5,810 7,056 2,549	556p 526p 701p
TOTAL NUMBER OF SHARES ALLOTTED		45,886	