

KPMG

218019

PO Box 695
8 Salisbury Square
London EC4Y 8BB
United Kingdom

Tel +44 (0) 171-311 1000
Fax +44 (0) 171-311 3311
Telex 8811541 KPMGLO G
DX 38050 Blackfriars

The Directors
Imperial Chemical Industries PLC
Imperial Chemicals House
9 Millbank
LONDON
SW1P 3JF

Our ref mct/569

25 March 1996

Dear Sirs

Reappointment as auditors

We hereby give notice that we shall not be seeking reappointment as auditors of the company when our present term of office expires at the forthcoming annual general meeting of the company.

We enclose our statutory statement given in connection with our ceasing to act.

Yours faithfully

KPMG

Enclosures:



STATEMENT TO THE DIRECTORS OF IMPERIAL CHEMICAL INDUSTRIES
PLC ON CEASING TO HOLD OFFICE AS AUDITORS

In accordance with section 394 of the Companies Act 1985, we confirm that there are no circumstances connected with our ceasing to hold office that we consider should be brought to the attention of the company's members or creditors.

KPMG

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Chartered Accountants

Registered Auditors

25 March 1996

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