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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	ORDINARY	ORDINARY
A Number allotted	7,000	1,121	16,000
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)	£ 5.28	£ 5.56	£ 6.07

‡ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 28 March 1996] \$, 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



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.

[illegible]

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 [Signature] Designation SECRETARY Date 28 Mar 1986

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 - 28 MARCH 1996

SUMMARY

OPTIONS AT 528p	7,000
OPTIONS AT 556p	1,121
OPTIONS AT 607p	16,000

TOTAL NUMBER OF SHARES ALLOTTED

24,121
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IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTIONS SCHEMES

ALLOTMENT COMMITTEE - 28 MARCH 1996

<u>NAME</u>	<u>ADDRESS</u>	<u>NO.OF ORDINARY SHARES</u>	<u>OPTION PRICE</u>	<u>CERTIFICATE NUMBER</u>
DR JAMES WHISTON <u>EMPLOYEE NO: 11191864</u>	GLENGARRIFF ALLISON COURT ALDBROUGH ST JOHN RICHMOND N YORKS DL11 7TR	7,000	528p	165
DR ROBERT BLAIR WALKER <u>EMPLOYEE NO: 11868872</u>	SYLVAN COTTAGE 49 ELTON PARADE DARLINGTON CO DURHAM DL3 8PJ	1,121	556p	U348
PETER RICHARD SHAW ESQ <u>EMPLOYEE NO: 11587075</u>	35A ABBOTSWOOD GUILDFORD SURREY GU1 1UZ	16,000	607p	544
TOTAL NUMBER OF SHARE ALLOTTED		24,121		