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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)To the Registrar of Companies (address overleaf)
(see note 1)

Company number

218019

1. Name of company

* IMPERIAL CHEMICAL INDUSTRIES PLC

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	
A Number allotted	33,546	50,383	
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)	£ 4-97	£ 6-07	£

Date(s) on which the shares were allotted

(a) [on 21 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.

Names and Addresses	Number of shares allotted		
	Ordinary	Preference	Other
SEE LIST ATTACHED			
Total	83,929		

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 21 Mar 1996

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 - 21 MARCH 1996

SUMMARY

OPTIONS AT 497p 33,546

OPTIONS AT 607p 50,383

TOTAL NUMBER OF SHARES ALLOTTED

83,929

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTIONS SCHEMES

ALLOTMENT COMMITTEE - 21 MARCH 1996

<u>NAME</u>	<u>ADDRESS</u>	<u>NO.OF ORDINARY SHARES</u>	<u>OPTION PRICE</u>	<u>CERTIFICATE NUMBER</u>
DR IAIN MACKAY MACFARLANE <u>EMPLOYEE NO: 11819162</u>	PINEHURST HOUSE WATERHOUSE LANE KINGSWOOD SURREY KT20 6HU	33,546	497p	111
DENIS TOUGH WRIGHT ESQ <u>EMPLOYEE NO: 11503521</u>	WINTER HILL HOUSE WINTER HILL COOKHAM BERKS SL6 9TW	50,383	607p	546
TOTAL NUMBER OF SHARE ALLOTTED		83,929		