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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)

Please do not
write in this
marginTo the Registrar of Companies (address overleaf)
(see note 1)

(REVISED 1988)

This form replaces forms
PUC2, PUC3 and 88(2)Please complete
legibly, preferably
in black type, or
bold block lettering

Company number

218019

Insert full name
of company

1. Name of company

* IMPERIAL CHEMICAL INDUSTRIES PLC

Distinguish
between
ordinary
preference, etc.

2. This section must be completed for all allotments

Description of shares †	ORDINARY	ORDINARY	ORDINARY
A Number allotted	5,295	672	2,157
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)	£ 6-69	£ 5-56	£ 7-01

Complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 14 MARCH 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

Post room



3

7

	Primary	Middle School	Other
See list attached			
Total	On Page 2		

11

(Scotland) as appropriate

9

SECRETARY

4 March 1996

**Companies registered in Scotland
should deliver this form to:-**

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ

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COMPANIES FORM No. 88(2)(Rev 1988)

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

Please complete
legibly, preferably
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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		
A Number allotted	51,504		
B Nominal value of each	£ 1.00	£	£
C Total amount (if any) paid or due and payable on each share (including premium if any)	£ 4.32	£	£

‡ complete
(a) or (b) as
appropriate

Date(s) on which the shares were allotted

(a) [on 14 MARCH 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

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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

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

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

□

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

The Registrar of Companies
Companies House
100-102 George Street
Edinburgh
EH2 3DJ

IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTION SCHEMES

ALLOTMENT COMMITTEE - 14 MARCH 1996

SUMMARY

OPTIONS AT 669p	5,295
OPTIONS AT 556p	672
OPTIONS AT 701p	2,157
OPTIONS AT 432p	51,504

TOTAL NUMBER OF SHARES ALLOTTED

59,628
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IMPERIAL CHEMICAL INDUSTRIES PLC

SENIOR STAFF SHARE OPTIONS SCHEMES

ALLOTMENT COMMITTEE - 14 MARCH 1996

<u>NAME</u>	<u>ADDRESS</u>	<u>NO.OF ORDINARY SHARES</u>	<u>OPTION PRICE</u>	<u>CERTIFICATE NUMBER</u>
HERMAN MARCUS SCOPES ESQ	NELSON HOUSE 91 HIGH STREET WARGRAVE BERKSHIRE RG10 8DD	5,295 672 2,157	669p 556p 701p	137 U 341 521
BENJAMIN JOHN MAYO ESQ	THE GARTH KIRBY LANE GT.BROUGHTON N.YORKS TS9 7HH	51,504	432p	386

EMPLOYEE NO: 11618817

TOTAL NUMBER OF SHARE ALLOTTED

59,628
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