

**Imperial Chemical Industries, PLC**  
**Frequently Asked Questions**

**Section I: General Background of the Lawsuit**

***What is the Class Period?***

The period from August 1, 2002 through and including March 24, 2003.

***What is the Class (or am I a Class Member)?***

By Order of the Court, this action was preliminarily certified as a Class Action on behalf of a Plaintiff Class consisting of all persons or entities who purchased ICI ADS listed on the New York Stock Exchange between August 1, 2002 to March 24, 2003, inclusive and who were damaged thereby (the “Class or Class Members”).

***Who are the Defendants?***

Imperial Chemical Industries PLC, Brendan R. O’Neill and Paul J. Drechsler.

***Who are the Lead Plaintiffs?***

“Lead Plaintiffs” are Eugene M.J. Pugatch, Stephen Schendel and the Elysian Fund.

***Am I being sued?***

No. The Lead Plaintiffs are suing the Defendants. If you are a Member of the Class, the Lead Plaintiffs have brought this suit on your behalf.

***Who are the attorneys representing the Class?***

Plaintiff’s Co-Lead Counsel: David A.P. Brower, Milberg Weiss Bershad & Schulman, LLP One Pennsylvania Plaza, New York, New York 10119-0165 and Samuel H. Rudman, Lerach Coughlin Stoia Geller Rudman & Robbins. LLP, 58 South Service Road, Melville, New York 11747.

***What claims does the lawsuit make against the Defendants?***

Lead Plaintiffs make the following allegations. In the Spring of 2002, ICI’s subsidiary, Quest, attempted to implement a new supply chain management software system (“Q-Star”). This implementation compounded existing supply chain and manufacturing process problems at Quest. Beginning on August 1, 2002, and periodically thereafter during the Class Period, Defendants issued statements which were materially false and misleading with respect to the scope and impact of the problems with Q-Star and also omitted material facts regarding Q-Star which should have been disclosed. Additionally, another ICI subsidiary, National Starch, failed to disclose material facts regarding its supply of raw material.

On March 24, 2003, ICI issued a profit warning stating that due in part to a loss of business at Quest and increases in raw material prices at National Starch, ICI’s results for the first quarter of 2003 would be lower than the same quarter for the prior year. As a result of this announcement, the price of ICI ADS fell from \$9.60 on March 24 to a close of \$6.05 on March 25, 2003.

***Where was this lawsuit filed?***

The Plaintiffs filed the Class Action lawsuit in the United States District Court for the Southern District of New York.

## **Section II: Questions about the Settlement itself and Attorneys' Fees**

### ***What was the lawsuit settled for?***

In full and complete settlement of the claims that have or could have been asserted in the Action, and subject to the terms and conditions of the Stipulation, Defendants have paid into an escrow account \$3.8 million (\$3,800,000), which is earning interest for the benefit of the Class.

### ***I do not know if I am eligible, or if I purchased ICI ADS listed on the New York Stock Exchange during the Class Period. Where can I get my information (or do you have it)?***

You must contact your broker to get that information as the Claims Administrator does not have that information.

### ***I received this form in the mail. What is this about?***

A settlement has been reached between the Plaintiffs and the Defendants in this Action. The Plaintiffs filed this lawsuit on behalf of all persons who purchased ICI ADS listed on the New York Stock Exchange between August 1, 2002 to March 24, 2003 inclusive. This Action alleges that the defendants issued statements that were materially false and misleading with respect to the scope and impact of the problems with Q-Star and also omitted material facts regarding Q-Star which should have been disclosed. Defendants have denied and continue to deny each and all of the claims and contentions in this Action but have concluded that it is desirable that this litigation be settled in the manner and upon the terms and conditions set forth in the Stipulation.

### ***Why did I get this form? I do not think I purchased ICI ADS listed on the New York Stock Exchange.***

You may have been identified by your broker or financial institution as being a Class Member. We are unable to tell you exactly who provided your name, as we have received hundreds of names and addresses, (some in the form of labels) which were used to send out information packets to potential Members of the Class. Please call your broker to confirm your eligibility.

### ***When will I receive my settlement payment?***

If and when the Court approves the Settlement, we will have a better idea of when checks will be distributed.

### ***How much will I receive?***

At this time, the Court has not finally approved the Settlement. Even after the Court has approved the Settlement, we will be unable to tell you how much you will receive until all claims are received and processed and the calculation is performed.

### ***How will the Settlement Fund be divided?***

Distribution of the Net Settlement Fund will be made according to the Plan of Allocation, as listed in the Notice.

### ***What are the attorney fees?***

The attorneys will apply to the Court for an amount not greater than one-third (33 1/3%) of the Settlement Fund and for reimbursement of their expenses.

***Do I have to pay attorneys' fees directly?***

No. The attorneys' fees and expenses will be paid out of the Settlement Fund.

***What do I need to do to receive a distribution from the Net Settlement Fund?***

In order to be eligible to receive any distribution from the Net Settlement Fund, you must send a properly executed Proof of Claim by first class mail postmarked on or before October 18, 2006, to the Settlement Administrator at the address set forth in the Proof of Claim. If you wish to send your Proof of Claim through a service other than the U.S. Postal Service, the Claims Administrator must actually receive your Proof of Claim on or before October 18, 2006.

**Section III – Questions about Final Settlement Hearing (or Preliminary Hearings)**

***What, When or Where is the Settlement (or Final) Hearing?***

A Settlement Fairness Hearing was held before the Honorable District Judge Naomi Reice Buchwald in the United States Courthouse, 500 Pearl Street, New York, New York 10007 at 9:15 a.m. on September 18, 2006. The Settlement has been approved.

***If the Final Hearing date is changed, will I be notified?***

No. There is no provision for notifying Class Members if the Court adjourns the Final Hearing.

**Section IV: Exclusion from the Class (Settlement)**

***Requesting exclusion from the Class:*** If you do not wish to remain a member of the Class, you may exclude yourself from the Class by following the instructions in Section VIII of the Notice. Persons or entities who exclude themselves from the Class will NOT be bound by this Settlement, but will NOT receive any share of the Net Settlement Fund.

***What is Opt-Out or Exclusion?***

Opt-Out and Exclusion mean the same thing. Class Members had the right to opt-out/exclude themselves from the Class.

***Why would I not want to exclude myself from the Class?***

If you exclude yourself, you will not be eligible to receive any future distribution from the Net Settlement Fund, as you will not be a Class Member.

***I do not want to be bothered (or I do not want to participate or receive any funds from the Settlement), do I need to exclude myself from the Class (Settlement)?***

If you simply do not want to receive a distribution from the Net Settlement Fund, you need do nothing. If you do not file a claim, you will not participate in the distribution of the Net Settlement Fund.

***What is the deadline for requesting exclusion from the Class?***

The time to exclude yourself from the Class has expired.

Requests to be excluded from the Class must have been in writing and postmarked on or before August 28, 2006. If you are requesting exclusion from the class, you must read carefully the instructions provided in section VIII of the Notice.

***What if I miss the deadline for requesting exclusion?***

If you miss the deadline for filing a request for exclusion from the class:

1. You will remain a Member of the Class;
2. You may file a Proof of Claim, and participate in the distribution of the Net Settlement Fund.

### **Section V: Objections to the Settlement (or Attorneys' Fees or Reimbursement of Expenses):**

**Objection:** A written submission by a Class Member to the Court that states a disagreement with some aspect of the settlement.

#### ***What is the deadline for objecting?***

The Court and the attorneys for the parties must receive all written objections and supporting documentation on or before August 28, 2006.

#### ***How do I go about raising an objection?***

The time to object to the Settlement has expired.

If a Class Member disagrees with some aspect of the settlement or application for attorneys' fees or reimbursement of expenses, he or she must have filed with the Court and serve upon counsel a written notice of objection no later than **August 28, 2006**.

#### ***Do I need an attorney in order to object to the settlement?***

No. If you do not hire an attorney to represent you, you should be sure to read carefully the Notice describing the procedures you must follow in order to object to the Settlement. You should also be aware that the Court might decline to consider an objection if it does not comply with the procedures set out in the Notice for raising objections. If you do hire an attorney to represent you personally, whether for purposes of objecting to the Settlement or for any other reason, you must do so at your own expense.

#### ***If I file a request for exclusion from the settlement, can I still object to the Settlement's terms?***

No. Class Members who file requests for exclusion from (or opt-out of) the Settlements are not allowed to object to the terms of the Settlement.

#### ***I already opted-out. Why can't I file an objection with the Court, too?***

If you already opted-out, you are **NOT** a Class Member, and therefore have no standing to object.

### **Section VI: Questions about filing a Proof of Claim:**

Those Class Members who want to participate in the distribution of the Net Settlement Fund, if the Settlement is approved, must file a properly executed Proof of Claim and provide documentation to substantiate their claim.

#### ***How can I obtain a distribution under the Settlement?***

You must file a properly executed Proof of Claim as instructed in Section X of the Notice.

#### ***When do I have to mail this?***

The properly executed Proof of Claim must be mailed with a postmark on or before October 18, 2006 to the Claims Administrator at the address listed in Section X of the Notice.

Although the filing deadline has passed, you may still file a Proof of Claim. All Proof of Claim Forms postmarked after October 18, 2006 will be deemed late, and are therefore subject to the approval of the Court.

***Do I need to submit supporting documentation?***

Yes. All Proofs of Claim **must** be accompanied by adequate supporting documentation for the claimed transactions in the form of broker confirmation slips, broker account statements, an authorized statement from the broker containing the transactional information found in a broker confirmation slip, or such other documentation as is deemed adequate by Plaintiffs' Co-Lead Counsel.

***Will Class Members receive updates on the status of their claims?***

No. If you wish to know if your claim was received, you may mail it certified, return receipt requested. Prior to distribution of the Net Settlement Fund, we will only advise you of deficient or inconsistent conditions within your claim.

***If the ICI ADS are held by more than one person, do the other parties have to sign?***

Yes, all owners must sign the properly executed Proof of Claim. If the person executing the Proof of Claim is acting in a representative capacity, include a certification of current authority to act on behalf of the Class Member.

***My husband/wife and I owned the ICI ADS jointly (Joint tenants, Joint-with-rights-of-survivorship, Tenants-in-common) but he/she has since passed away. Can I file? How do I sign the form?***

You may sign and file the claim yourself. Please include a copy of the death certificate with your claim.

***My family member owned the ICI ADS but has since passed away. Can I file? What do you need in addition to the Proof of Claim?***

If you have inherited the ICI ADS, you may file a claim as instructed in Section X of the Notice but you must provide proof of inheritance (such as a will) and proof of death (such as the death certificate).