

JOHNSON MATTHEY PLC

PROXY VOTING DISCLOSURE

The Annual General Meeting of Johnson Matthey PLC was held on 19 July 2005. All resolutions were passed on a show of hands.

Proxy votes were received in respect of 129,085,788 ordinary shares of £1 each amounting to 58.78% of the issued share capital.

The following levels of proxy votes were received 48 hours prior to the meeting:

No.	RESOLUTION	FOR	CHAIRMAN'S DISCRETION	AGAINST	VOTES WITHHELD
1	Annual Report and Accounts	128,532,730	134,102	163,711	255,245
2	Directors' Remuneration Report	126,147,591	141,004	2,777,639	19,554
3	Final Dividend	128,951,991	131,360	779	1,658
4	Re-elect Mr D W Morgan	127,603,381	144,012	56,057	1,282,338
5	Re-elect Mr A M Thomson	128,249,749	141,426	59,125	635,488
6	Re-elect Mr R J W Walvis	128,241,868	141,637	63,995	638,288
7	Re-appoint KPMG Audit Plc	127,249,734	145,322	564,594	1,126,138
8	Authority to make political donations	126,639,003	138,667	1,651,918	656,200
9	Authority to allot shares	128,786,993	142,210	137,137	19,448
10	Disapply pre-emption rights	128,857,139	156,755	41,606	30,288
11	Purchase own shares	128,919,392	140,899	16,315	9,182
12	Amend Articles of Association	128,238,505	158,895	31,299	657,089

Total votes cast on each resolution – 129,085,788.

SIMON FARRANT
Company Secretary