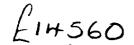
in the space

For Inland Revenue use only

OUSANO &





169

Return by a public company purchasting its own shares for holding in treasury

CHFP010

Please complete legibly in black type, or bold block lettering

NOTE

1985

Company Number

Company Name in full

Pursuant to section 169(1B) of the Companies Act 1985

33774

Johnson Matthey plc

This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company Shares placed in treasury must be "qualifying shares" as defined by section 162(4) of the Companies Act

PART A: PURCHASE BY COMPANY OF ITS OWN SHARES-FOR **HOLDING IN TREASURY**

Class of shares (ordinary or preference etc) Number of shares Date(s) shares de livered to the company

For each share Nominal value

Maximum price paid

Minimum price paid

Ordinary	Ordinary	Ordinary
37,808	70,000	72,500
13/09/2007	14/09/2007	20/09/2007

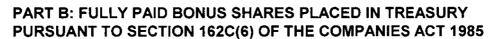
£1	£1	£1
£16 3693	£15 9666	£16 0530
£16 3693	£15 9666	£16 0530

The aggregate amount paid by the company for the shares to which this return relates was

£ 2,911,368 07

Stamp Duty is payable on the aggregate amount at the rate of 0.5 % rounded up to the nearest multiple of £5

£ 14,560 00



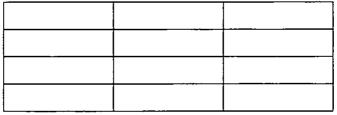
Class of shares (ordinary or preference etc) Number of shares

Nominal value of each share Date(s) shares de -

livered to the company

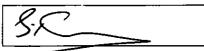
You do not have to give any contact

do, it will help Companies House to



** Delete as appropriate

Signed



Date

25/09/2007

(**å director / secretary / administrator / administrative receiver / receiver manager / receiver)

information in the box opposite, but if you Assistant Company Secretary, Johnson Matthey plc contact you if there is a query on the form The contact information that you give will

40-42 Hatton Garden, London, EC1N 8EE

Tel 020 7269 8400

DX number

DX exchange

be visible to searchers of the public 700 04/10/2007 A07 COMPANIES HOUSE

When you have completed and signed the form and it has been stamped by the Inland Revenue please send it to the Registrar of Companies at Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh or LP - 4 Edinburgh 2

for companies registered in Scotland

Notes for completion

1 If this return shows that shares have been purchased to be held in treasury, before it is delivered to Companies
House the return must be "stamped" by the Inland Revenue Stamp Office to confirm that the appropriate amount of
Stamp Duty has been paid. If the return has not been stamped Inland Revenue penalties may apply. The Inland
Revenue Stamp Office is located at

London Stamp Office Ground Floor South West Wing Bush House Strand London WC2B 4QN

Tel 020 7438 7252 / 7452

Cheques for Stamp Duty must be made payable to "Inland Revenue - Stamp Duties" and crossed "Not Transferable"

- 2 After this form has been "stamped" and returned to you by the Inland Revenue it must be sent to the Registrar of Companies (addresses overleaf)
- 3 Note If this return shows that fully paid bonus shares have been placed in treasury (that is, no entry has been made in part A), the form should be sent directly to Companies House

