

003287/20.

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

00033774

Company Name in full

Johnson Matthey plc ✓

Date of this return

The information in this return is made up to

Day Month Year
2 5 0 7 2 0 0 9 ✓

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here.

Companies House will then send a form at the appropriate time.

Day Month Year

Registered Office

Show here the address at the date of this return.

40-42 Hatton Garden ✓

Any change of registered office must be notified on form 287.

Post town

London

County / Region

UK Postcode

EC1N 8EE

Principal business activities

Show trade classification code number(s) for the principal activity or activities

2741 ✓

If the
give

TUESDAY

IV

FF



A8UCDCP2
A53 25/08/2009 41

COMPANIES HOUSE

ACPY8CHA
A29 17/08/2009 22

COMPANIES HOUSE



AH46PC79
A21 07/08/2009 29

COMPANIES HOUSE

When you have completed and signed the form 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
for companies registered in Scotland
DX ED235 Edinburgh 1
or LP-4 Edinburgh 2

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Equiniti Limited, Holm Oak Business Park, Martlets
 Way, Goring by Sea
 Post town Worthing
 County / Region West Sussex UK Postcode BN12 4QY

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

 Post town _____
 County / Region _____ UK Postcode _____

Company type

- Public limited company
- Private company limited by shares
- Private company limited by guarantee without share capital
- Private company limited by shares exempt under section 30
- Private company limited by guarantee exempt under section 30
- Private unlimited company with share capital
- Private unlimited company without share capital

} Please tick the appropriate box

Company Secretary

* Voluntary details.
 (Please photocopy this area to provide details of joint secretaries).

Details of a new company secretary must be notified on form 288a.

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Name * Style / Title Mr
 Forename(s) Simon
 Surname Farrant
Address †† 36 Mycenae Road ✓
 Post town London
 County / Region _____ UK Postcode SE3 7SG
 Country United Kingdom

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

* Voluntary details.

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Name	* Style / Title Sir
	Day Month Year 2 2 0 8 1 9 4 0 ✓
	Date of birth
	Forename(s) John Michael Middlecott
	Surname Banham
<input type="checkbox"/>	Address †† 34 Hornton Street ✓
	Post town London
	County / Region UK Postcode W8 4NR
	Country United Kingdom Nationality British
	Business occupation Company Chairman ✓

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

* Voluntary details.

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Name	* Style / Title Mr
	Day Month Year 1 5 0 4 1 9 5 7 ✓
	Date of birth
	Forename(s) Neil Andrew Patrick
	Surname Carson
<input type="checkbox"/>	Address †† 8 Hills Avenue ✓
	Post town Cambridge
	County / Region UK Postcode CB1 7XA
	Country United Kingdom Nationality British
	Business occupation Company Director ✓

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Sir

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day	Month	Year
06	02	1945

Forename(s) | Thomas

Surname | Harris

Address † | 18 Telfords Yard, 6-8 The Highway

Post town | London

County / Region | UK Postcode | E1W 2BQ

Country | United Kingdom | Nationality | British

Business occupation | Company Director ✓

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Details of new directors must be notified on form 288a**Directors**

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Date of birth

Day	Month	Year
20	05	1964

Forename(s) | Robert James

Surname | MacLeod

Address † | Norther Farm, Guildford Road

Post town | Cranleigh

County / Region | Surrey | UK Postcode | GU6 8LT

Country | United Kingdom | Nationality | British

Business occupation | Company Director ✓

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Details of new directors must be notified on form 288a

BLUEPRINT

2000

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr

Day Month Year ✓

Date of birth

1 8 0 5 1 9 5 5

Forename(s)

Lawrence Craig

Surname

Pentz

Address ††

1 Norman Terrace, Agamemnon Road ✓

Post town

London

County / Region

UK Postcode

NW6 1BU

Country

Nationality

American ✓

Business occupation

Company Director ✓

Details of new directors must be notified on form 288a

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Day Month Year ✓

Date of birth

1 3 0 7 1 9 5 4 ✓

Forename(s)

Michael James

Surname

Roney

Address ††

Bunzl PLC, York House, 45 Seymour Street ✓

Post town

London

County / Region

UK Postcode

W1H 7JT ✓

Country

Nationality

American ✓

Business occupation

Company Director ✓

Details of new directors must be notified on form 288a

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year ✓

Date of birth

1 6 | 0 6 | 1 9 | 5 3

Forename(s)

William Frederick

Surname

Sandford

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address ††

2 Maple Avenue

Post town

Bishop's Stortford

County / Region

Hertfordshire

UK Postcode

CM23 2RR

Country

Nationality

British

Business occupation

Company Director ✓

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year ✓

Date of birth

0 7 | 0 9 | 1 9 | 4 9

Forename(s)

John Nicholas

Surname

Sheldrick

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address ††

13 Castle Hill Avenue

Post town

Berkhamsted

County / Region

Hertfordshire

UK Postcode

HP4 1HJ

Country

United Kingdom

Nationality

British

Business occupation

Company Director ✓

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mrs

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 8 1 1 1 9 6 0

Forename(s)

Dorothy Carrington

Surname

Thompson

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address ††

11 Cross Street

Post town

London

County / Region

UK Postcode

N1 2BH

Country

Nationality

UK & US

Business occupation

Company Director

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

0 6 0 9 1 9 4 6

Forename(s)

Alan Matthew

Surname

Thomson

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address ††

765 Finchley Road

Post town

London

County / Region

UK Postcode

NW11 8DS

Country

Nationality

British

Business occupation

Financial Director

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year ✓

Date of birth

0 9 | 0 2 | 1 9 4 7

Forename(s)

Robert Joris Willem

Surname

Walvis

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address ††

British Energy, GSO Business Park ✓

Post town

East Kilbride

County / Region

UK Postcode

G74 5PG

Country

Nationality

Dutch ✓

Business occupation

Company Director ✓

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Day Month Year

Date of birth

| | | | | | | |

Forename(s)

Surname

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address ††

Post town

County / Region

UK Postcode

Country

Nationality

Business occupation

Run Date: 03-Aug-2009 14:50:07

1176 Johnson Matthey

ANNUAL RETURN

Reg no: 33774 Client: Johnson Matthey Public Limited Company
Report Between: 26-Jul-2008 to 25-Jul-2009

LIST OF CHANGES TO MEMBERS' DETAILS AND SHARE PARTICULARS, SINCE THE DATE OF THE LAST RETURN, AS REQUIRED UNDER SECTION 854 OF COMPANIES ACT 2006

An asterisk in the final column denotes that the holder(s) now re-appears elsewhere in the register.

NAME AND STOCK ADDRESS TRANSFERRED	DATE	REGISTERED	STOCK CODE	FULL STOCK TITLE	DESIGNATION	STOCK CODE	BALANCE OF HOLDING
CHASE NOMINEES LIMITED			6962	Ordinary £1 Shares	USRESLD	6962	13,744,561
P O BOX 18171 125 LONDON WALL LONDON EC2Y 5AJ							
	-13,970	31-Jul-2008					
	-2,015	01-Aug-2008					
	-3,037	04-Aug-2008					
	1,470	04-Aug-2008					
	1,470	04-Aug-2008					
	34,073	04-Aug-2008					
	140,166	05-Aug-2008					
	183,586	05-Aug-2008					

1176 Johnson Matthey

10,277	06-Aug-2008
71,942	06-Aug-2008
187,072	07-Aug-2008
122	07-Aug-2008
150,000	08-Aug-2008
31,338	08-Aug-2008
746	11-Aug-2008
1,250	18-Aug-2008
4,228	18-Aug-2008
-869	27-Aug-2008
-10,013	29-Aug-2008
3,395	29-Aug-2008
-18,460	01-Sep-2008
-15,690	02-Sep-2008
200,000	05-Sep-2008
-66,166	08-Sep-2008
-21,134	09-Sep-2008
-5,760	10-Sep-2008
1,802	11-Sep-2008
1,780	12-Sep-2008
200,000	15-Sep-2008
100,000	17-Sep-2008
3,465	17-Sep-2008
5,348	17-Sep-2008

1176 Johnson Matthey

91,187	17-Sep-2008
73,820	19-Sep-2008
22,123	19-Sep-2008
200,000	22-Sep-2008
-10,377	23-Sep-2008
-6,872	24-Sep-2008
1,421	26-Sep-2008
-346	29-Sep-2008
-14,979	30-Sep-2008
-9,602	02-Oct-2008
-55,578	03-Oct-2008
-89,636	06-Oct-2008
-52,888	07-Oct-2008
-156,064	08-Oct-2008
1,940	08-Oct-2008
-293,150	10-Oct-2008
-1,044	15-Oct-2008
12,419	16-Oct-2008
1,131	21-Oct-2008
111,950	27-Oct-2008
15,120	28-Oct-2008
2,281	04-Nov-2008
2,701	07-Nov-2008

1176 Johnson Matthey

7,399	10-Nov-2008
1,033	12-Nov-2008
27,710	20-Nov-2008
16,920	20-Nov-2008
2,187	21-Nov-2008
24,800	21-Nov-2008
2,750	08-Dec-2008
2,200	08-Dec-2008
3,400	09-Dec-2008
2,400	10-Dec-2008
3,300	11-Dec-2008
1,407	12-Dec-2008
2,600	12-Dec-2008
13,570	15-Dec-2008
1,400	16-Dec-2008
-3,903	17-Dec-2008
9,592	22-Dec-2008
30,200	24-Dec-2008
13,700	24-Dec-2008
17,060	29-Dec-2008
7,750	29-Dec-2008
36,060	08-Jan-2009
1,674	14-Jan-2009
9,490	15-Jan-2009

1176 Johnson Matthey

1,675	20-Jan-2009
841	26-Jan-2009
1,439	29-Jan-2009
26,003	30-Jan-2009
21,168	06-Feb-2009
19,999	09-Feb-2009
149	09-Feb-2009
19,999	12-Feb-2009
19,999	16-Feb-2009
19,999	20-Feb-2009
19,999	24-Feb-2009
770	25-Feb-2009
-1,203	05-Mar-2009
22,642	06-Mar-2009
432	06-Mar-2009
8,117	06-Mar-2009
3,691	06-Mar-2009
-11,477	09-Mar-2009
24,553	10-Mar-2009
24,553	12-Mar-2009
10,937	13-Mar-2009
-1,507	18-Mar-2009
-1,507	19-Mar-2009

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1,815	19-Mar-2009
4,540	19-Mar-2009
6,763	20-Mar-2009
3,525	20-Mar-2009
-8,563	24-Mar-2009
-395	26-Mar-2009
836	02-Apr-2009
-8,491	09-Apr-2009
2,600	16-Apr-2009
3,334	17-Apr-2009
1,800	17-Apr-2009
1,197	23-Apr-2009
119,600	28-Apr-2009
1,462	29-Apr-2009
24,272	05-May-2009
-295	05-May-2009
-14,159	14-May-2009
8,059	18-May-2009
-4,938	22-May-2009
-178	03-Jun-2009
-1,134	03-Jun-2009
16,240	04-Jun-2009
3,851	18-Jun-2009
14,536	19-Jun-2009

1176 Johnson Matthey

15,500	26-Jun-2009
11,780	26-Jun-2009
2,740	29-Jun-2009
2,080	29-Jun-2009
-2,696	02-Jul-2009
458	08-Jul-2009
16,802	09-Jul-2009
10,890	13-Jul-2009
10,694	14-Jul-2009
11,198	15-Jul-2009
10,302	16-Jul-2009
121,185	17-Jul-2009
3,009	20-Jul-2009

NUTRACO NOMINEES LIMITED

6962

8,605,533

ONE PICCADILLY GARDENS
MANCHESTER
M1 1RN

1,500	28-Jul-2008
500	29-Jul-2008
1,191	01-Aug-2008
-1,951	04-Aug-2008
-200	04-Aug-2008
2,250	06-Aug-2008
-503	06-Aug-2008

1176 Johnson Matthey

141,271	11-Aug-2008
64,300	11-Aug-2008
17,700	11-Aug-2008
25,000	11-Aug-2008
92,676	12-Aug-2008
2,700	12-Aug-2008
83,253	13-Aug-2008
13,675	14-Aug-2008
-983	15-Aug-2008
10,600	18-Aug-2008
-4,787	19-Aug-2008
-1,050	20-Aug-2008
-4,185	21-Aug-2008
4,300	21-Aug-2008
-1,618	22-Aug-2008
1,450	22-Aug-2008
-646	26-Aug-2008
5,467	26-Aug-2008
408	27-Aug-2008
4,000	28-Aug-2008
1,691	01-Sep-2008
2,950	03-Sep-2008
-3,391	05-Sep-2008

1176 Johnson Matthey

200	08-Sep-2008
-600	10-Sep-2008
2,150	10-Sep-2008
-300	11-Sep-2008
300	12-Sep-2008
-80,000	16-Sep-2008
-200	18-Sep-2008
-21,100	19-Sep-2008
-171,500	22-Sep-2008
-500	22-Sep-2008
-328,700	23-Sep-2008
-79,176	24-Sep-2008
700	25-Sep-2008
25,000	26-Sep-2008
-2,500	26-Sep-2008
-300	29-Sep-2008
-600	03-Oct-2008
-1,000	03-Oct-2008
-3,000	08-Oct-2008
-700	10-Oct-2008
25,000	14-Oct-2008
-260,400	15-Oct-2008
-400	16-Oct-2008
-360,000	16-Oct-2008

1176 Johnson Matthey

2,500	16-Oct-2008
-275,689	17-Oct-2008
1,500	17-Oct-2008
-104,311	20-Oct-2008
2,370	20-Oct-2008
-300	22-Oct-2008
-193,900	22-Oct-2008
-300,500	23-Oct-2008
-250,000	24-Oct-2008
-150,000	27-Oct-2008
-100,000	28-Oct-2008
-1,300	30-Oct-2008
50,000	31-Oct-2008
1,500	31-Oct-2008
200	04-Nov-2008
400	07-Nov-2008
1,000	07-Nov-2008
-300	12-Nov-2008
2,500	14-Nov-2008
-5,000	19-Nov-2008
27,000	21-Nov-2008
-1,500	25-Nov-2008
-1,116	27-Nov-2008

1176 Johnson Matthey

-6,000	27-Nov-2008
-1,750	27-Nov-2008
-286	01-Dec-2008
2,000	02-Dec-2008
500	02-Dec-2008
-16,631	03-Dec-2008
-64,199	08-Dec-2008
10,800	17-Dec-2008
14,400	18-Dec-2008
-34,458	24-Dec-2008
-6,000	30-Dec-2008
2,000	13-Jan-2009
25,000	14-Jan-2009
-249	20-Jan-2009
-22,700	21-Jan-2009
25,000	26-Jan-2009
5,100	02-Feb-2009
72,782	05-Feb-2009
-73,696	09-Feb-2009
-244	16-Feb-2009
5,700	23-Feb-2009
-71,787	25-Feb-2009
-38,472	26-Feb-2009
4,600	02-Mar-2009

1176 Johnson Matthey

-72,720	03-Mar-2009
-69,780	04-Mar-2009
-77,001	05-Mar-2009
-95,078	06-Mar-2009
-6,002	12-Mar-2009
-3,700	20-Mar-2009
3,200	03-Apr-2009
5,300	23-Apr-2009
-2,842	07-May-2009
48,305	15-May-2009
9,040	18-May-2009
-60,000	20-May-2009
-19,400	22-May-2009
-30,413	26-May-2009
19,400	27-May-2009
16,477	29-May-2009
6,591	02-Jun-2009
1,600	04-Jun-2009
1,000	08-Jun-2009
48,424	09-Jun-2009
-48,424	12-Jun-2009
48,113	18-Jun-2009
-48,113	22-Jun-2009

1176 Johnson Matthey

2,000	06-Jul-2009
-122,939	07-Jul-2009
-123,344	08-Jul-2009
-253,717	09-Jul-2009
30,508	13-Jul-2009
-30,508	16-Jul-2009

STOCK CODE ISSUED CAPITAL
6962 220,673,613

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Issue share capital

Enter details of all the shares in issue at the date of this return.

	Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
ORDINARY	£1	220,673,613	£220,673,613
Totals		220,673,613	£220,673,613

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

List of past and present shareholders

(use attached schedule where appropriate)

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

Please tick the appropriate box below:

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**

on paper in another format

A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**

A list containing shareholder changes is enclosed

→ For private or non-traded public companies, please complete **Schedule A**

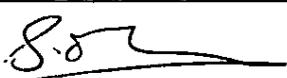
→ For traded public companies, please complete **Schedule B**

There were no shareholder changes in this period

Certificate

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed



Date

5/8/2009

† Please delete as appropriate.

† (director / secretary)

When you have signed the return send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

This return includes continuation sheets.
(enter number)

Deputy Company Secretary, Johnson Matthey plc, 40-42

Hatton Garden, London, EC1N 8EE

Tel



DX number DX exchange