Johnson Matthey Plc Annual General Meeting held on Thursday 26 July 2018

Poll Results

Johnson Matthey Plc (the “Company”) announces that at today’s Annual General Meeting all resolutions were passed on a poll. The result of the poll is set out below.

<table>
<thead>
<tr>
<th>Resolution</th>
<th>For</th>
<th>For (%)*</th>
<th>Against</th>
<th>Against (%)*</th>
<th>Votes Total</th>
<th>% of Issued Share Capital</th>
<th>Votes Withheld**</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. To receive the Company’s accounts for the year ended 31st March 2018.</td>
<td>141,449,820</td>
<td>99.69</td>
<td>437,743</td>
<td>0.31</td>
<td>141,887,563</td>
<td>73.31%</td>
<td>149,481</td>
</tr>
<tr>
<td>2. To approve the directors’ remuneration report, other than the part containing the directors’ remuneration policy, for the year ended 31st March 2018.</td>
<td>134,247,743</td>
<td>94.60</td>
<td>7,663,482</td>
<td>5.40</td>
<td>141,911,225</td>
<td>73.33%</td>
<td>130,436</td>
</tr>
<tr>
<td>3. To declare a final dividend of 58.25 pence per share on the ordinary shares.</td>
<td>142,002,128</td>
<td>100.00</td>
<td>3,827</td>
<td>0.00</td>
<td>142,005,955</td>
<td>73.38%</td>
<td>35,706</td>
</tr>
<tr>
<td>4. To elect Mr J O’Higgins as a director of the Company.</td>
<td>138,999,926</td>
<td>99.15</td>
<td>1,192,782</td>
<td>0.85</td>
<td>140,192,708</td>
<td>72.44%</td>
<td>1,848,952</td>
</tr>
<tr>
<td>5. To elect Mr P Thomas as a director of the Company.</td>
<td>140,898,970</td>
<td>99.23</td>
<td>1,097,013</td>
<td>0.77</td>
<td>141,995,983</td>
<td>73.37%</td>
<td>45,678</td>
</tr>
<tr>
<td>6. To re-elect Ms O Desforges as a director of the Company.</td>
<td>116,560,399</td>
<td>90.09</td>
<td>12,816,585</td>
<td>9.91</td>
<td>129,376,984</td>
<td>66.85%</td>
<td>12,666,176</td>
</tr>
<tr>
<td>7. To re-elect AM Ferguson as a director of the Company.</td>
<td>140,222,789</td>
<td>98.75</td>
<td>1,773,078</td>
<td>1.25</td>
<td>141,995,867</td>
<td>73.37%</td>
<td>45,794</td>
</tr>
<tr>
<td>8. To re-elect Dr JV Griffiths as a director of the Company.</td>
<td>140,639,240</td>
<td>99.04</td>
<td>1,358,347</td>
<td>0.96</td>
<td>141,997,587</td>
<td>73.37%</td>
<td>44,074</td>
</tr>
<tr>
<td>9. To re-elect Mr RJ MacLeod as a director of the Company</td>
<td>140,944,794</td>
<td>99.26</td>
<td>1,053,470</td>
<td>0.74</td>
<td>141,998,264</td>
<td>73.37%</td>
<td>43,400</td>
</tr>
<tr>
<td>10. To re-elect Mrs AO Manz as a director of the Company</td>
<td>140,834,382</td>
<td>99.18</td>
<td>1,163,259</td>
<td>0.82</td>
<td>141,997,641</td>
<td>73.37%</td>
<td>44,020</td>
</tr>
</tbody>
</table>
11. To re-elect Mr CJ Mottershead as a director of the Company.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   140,222,608 | 98.75 | 1,768,683 | 141,991,291 | 73.37% | 50,370

12. To re-elect Mr JF Walker as a director of the Company.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   140,823,425 | 99.17 | 1,176,336 | 141,999,761 | 73.37% | 43,400

13. To appoint PricewaterhouseCoopers LLP as auditor for the forthcoming year.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   141,718,635 | 99.80 | 281,797 | 142,000,432 | 73.37% | 41,229

14. To authorise the Audit Committee of the board to determine the remuneration of the auditor.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   141,770,749 | 99.84 | 232,663 | 142,003,412 | 73.37% | 38,249

15. To authorise the Company and its subsidiaries to make political donations and incur political expenditure within certain limits.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   137,963,178 | 97.65 | 3,320,547 | 141,283,725 | 73.00% | 757,936

16. To authorise the directors to allot shares.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   125,083,706 | 88.07 | 16,944,831 | 142,028,537 | 73.39% | 14,624

17. To disapply the statutory pre-emption rights attaching to shares.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   141,751,831 | 99.85 | 218,228 | 141,970,059 | 73.36% | 73,102

18. To disapply the statutory pre-emption rights attaching to shares in connection with an acquisition or other capital investment.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   133,754,223 | 94.22 | 8,208,469 | 141,962,692 | 73.35% | 80,468

19. To authorise the Company to make market purchases of its own shares.  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   139,830,187 | 98.51 | 2,115,920 | 141,946,107 | 73.34% | 97,053

20. To authorise the Company to call general meetings other than annual general meetings on not less than 14 clear days’ notice  
   **Votes**  | **For** | **Against** | **Total** | **% For** | **% Against** 
   --- | --- | --- | --- | --- | --- 
   130,822,602 | 92.54 | 10,545,281 | 141,367,883 | 73.05% | 675,278

* Figures shown are percentages of total votes cast excluding votes withheld.

** A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes for or against a resolution.
In accordance with Listing Rule 9.6.2, copies of the resolutions have been forward to the Financial Conduct Authority for publication through the Document Viewing Facility and will be accessible via the National Storage Mechanism website.

S Farrant
Company Secretary
26 July 2018