**NEWSQUEST MEDIA GROUP LIMITED**

**Company Number 01676637**

**Special Resolution**
**In connection with the reduction of capital**

Pursuant to Chapter 10 of Part 17 of the Companies Act 2006, the directors of the Company propose that the following resolution (the "**Resolution**") is passed as a special resolution by the holders of the Ordinary shares:

**SPECIAL RESOLUTION**

That the capital of the company be reduced by the cancellation of 187,371,999 £1 ordinary shares, 1,270 $1 ordinary shares, 127 deferred £1 ordinary shares, 325,000 1% first cumulative redeemable preference shares of £1 each, 99,900 1% second cumulative redeemable preference shares of £1 each and transfer these amounts to distributable reserves.

The directors of Newsquest Capital Limited, the sole shareholder, hereby agree to the resolution.

Directors of Newsquest Capital Limited:

A Engel

B Dickey

B Wall

H Faure Walker

P Hunter

Dated: 10 October 2017

MONDAY
*A6HNNPSP*
A08 23/10/2017 #284
COMPANIES HOUSE