



Company No. 15382

THE COMPANIES ACTS 1985 TO 1989

PUBLIC LIMITED COMPANY

SPECIAL RESOLUTION

of


JOHNSTON PRESS plc

At the seventy-third Annual General Meeting of the Company held at The Caledonian Hilton Hotel, Princes Street, Edinburgh on 26 April 2002, the following resolution was passed as a Special Resolution of the Company:

SPECIAL RESOLUTION

"That the Company be and is hereby generally and unconditionally authorised to make market purchases (within the meaning of Section 163(3) of the Companies Act 1985) of ordinary shares of 10p each in the Company ("Ordinary Shares") PROVIDED THAT:

- i. the maximum number of Ordinary Shares hereby authorised to be acquired is 20,000,000;
- ii. the maximum price which may be paid for any such Ordinary Share is an amount equal to 105% of the average of the middle market quotations for an Ordinary Share as derived from The London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the share is contracted to be purchased and the minimum price which may be paid for any such share is 10p (in each case exclusive of associated expenses); and

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Secretary

Secretary