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THE COMPANIES ACTS 1985 TO 1989

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PUBLIC LIMITED COMPANY

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SPECIAL RESOLUTION

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of

JOHNSTON PRESS plc

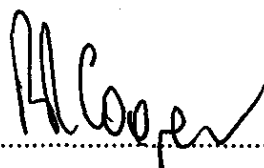
At the seventy-fourth Annual General Meeting of the Company held at The Caledonian Hilton Hotel, Princes Street, Edinburgh on 25 April 2003, the following resolution was passed as a Special Resolution of the Company:

SPECIAL RESOLUTION

That, subject to the passing of Resolution 7 set out in the notice of this meeting, the Directors be and are hereby empowered pursuant to the provisions of Section 95 of the Companies Act 1985 ("the Act") to allot equity securities (within the meaning of Section 94 of the Act) pursuant to the authority granted by that Resolution for cash, as if sub-section (1) of Section 89 of the Act did not apply to any such allotment provided that this power shall be limited:

- (i) to the allotment of such equity securities in connection with a rights issue in favour of Ordinary Shareholders where the equity securities respectively attributable to the interests of all Ordinary Shareholders are proportionate (as nearly as may be) to the respective numbers of Ordinary Shares held by them subject only to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of, or the requirements of any recognised regulatory body in, any territory; and
- (ii) to the allotment (otherwise than pursuant to sub-paragraph (i) above) of equity securities up to an aggregate nominal value of £1,416,946.

This power shall expire, unless previously revoked or varied, on the date of the Annual General Meeting of the Company held in 2004 save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired."

A handwritten signature in black ink, appearing to read 'H. Cooper', is written over a horizontal dotted line.

Secretary