

THE COMPANIES ACT 2006

PUBLIC LIMITED COMPANY

ORDINARY RESOLUTION

of

JOHNSTON PRESS plc ("the Company")

FRIDAY



At the eighty-ninth Annual General Meeting of the Company held at The Balmoral Hotel, 1 Princes Street, Edinburgh, EH2 2EQ on 5 June 2018 the following resolution was passed as an Ordinary Resolution of the Company:

RESOLUTION

"THAT the directors be and are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the "Act") to exercise all powers of the Company to allot shares and to grant rights to subscribe for, or convert any security into, shares:

- (i) up to an aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of £352,925.92 (such amount to be reduced by the nominal amount allotted or granted under (ii) below in excess of such sum); and
- (ii) compromising equity securities (as defined in section 560 of the Act) up to an aggregate nominal amount (within the meaning of section 551(3) and (6) of the Act) of £705,851.84 (such amount to be reduced by any allotments or grants made under (i) above) in connection with or pursuant to an offer by way of a rights issue in favour of holders of ordinary shares in proportion (as nearly as practicable) to the respective number of ordinary shares held by them on the record date for such allotment (and holders of any other class of equity securities entitled to participate therein or if the directors consider it necessary, as permitted by the rights of those securities), but subject to such exclusions or other arrangements as the directors may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of, or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever, these authorisations to expire at the conclusion of the next Annual General Meeting of the Company (or if earlier on 30 June 2019), (save that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or rights to be granted, after such expiry and the directors may allot shares, or grant rights to subscribe for, or to convert any security into, shares, in pursuance of any such offer or agreement as if the authorisations conferred hereby had not expired)."

Secretary