

# PURCHASE ORDER

## OFFER TO PURCHASE

**TO: AST Equity Plan Solutions**  
123 S. Broad Street, 11<sup>th</sup> floor  
PA 1328  
Philadelphia, PA 19109  
Attention: Employee Shareholder Services - Journal Communications, Inc.  
  
Or FAX to: 267-515-5479

Instructions to wire transfer funds:  
AST Equity Plan Solutions  
ABA # 053000219  
DDA # 5000000016439  
CT 1920  
FFC: NCS# 1572008875 and (name of shareholder)  
Attention: Matt Nardone

Use this form if you intend to offer to purchase shares of Class B Common Stock of Journal Communications, Inc. (the Company). You must provide all required information or the Transfer Agent will not accept your Purchase Order.

1. I hereby offer to purchase a total of \_\_\_\_\_ shares or \$ \_\_\_\_\_ worth of Class B Common Stock at the purchase price specified in Section 2 of this form.

Complete only the number of shares or the dollar amount. If you indicate both the dollar amount and the number of shares, the Transfer Agent will use the dollar amount.

**2. You must check only one of the following:**

As the purchase price for each share listed in Section 1 above, I hereby agree to pay the Purchase Price, as determined by and defined in Paragraph (A)(37) of Article 2 of the Company's Articles of Incorporation (based on closing price on the New York Stock Exchange for Class A shares on the seller's "Option Event Date").

**OR**

As the purchase price for each share listed in Section 1 above, I hereby agree to pay the Purchase Price, as determined by and defined in Paragraph (A)(37) of Article 2 of the Company's Articles of Incorporation, but no more than the following:  
\$ \_\_\_\_\_ per Class B share

**3. You must check only one of the following:**

This Purchase Order will remain in full force and effect until all of the shares specified in Section 1 have been purchased by me at the purchase price specified in Section 2.

**OR**

This Purchase Order will remain in full force and effect until the earlier of: (i) such time as all of the shares specified in Section 1 have been purchased by me at the purchase price specified in Section 2; or (ii) \_\_\_\_\_, 200\_\_.

The Transfer Agent will hold your funds in escrow (without interest) pending satisfaction or expiration of your Purchase Order. The Transfer Agent will provide you with written notice if this Purchase Order expires prior to being filled.

**4. You must check only one of the following:**

The undersigned is an Employee Benefit Plan (as designated by the Company under its Articles of Incorporation).

**OR**

The undersigned is an active employee or a director of the Company.

**OR**

The undersigned is Matex Inc.

5. I acknowledge and agree that I am offering to purchase shares of Class B Common Stock, and that I am offering to purchase such shares subject to the terms and conditions contained in the Company's Articles of Incorporation, a copy of which I have received and reviewed. I further acknowledge and agree that: (i) this offer constitutes my binding commitment to purchase shares on the terms and condition specified in this Purchase Order and in the Articles of Incorporation; (ii) in the event of a conflict between the terms of this Purchase Order and the Articles of Incorporation, the Articles of Incorporation will govern; and (iii) my decision to offer to purchase Class B shares is not based on and was not made pursuant to any advice or recommendation from the Company or any of its officers, directors or affiliates.
6. I have transmitted with this Purchase Order: (i) a cashier's check or money order (payable to AST Equity Plan Solutions) or wire transfer of funds in an amount sufficient to pay the purchase price indicated in Section 2 above, to be held in escrow by the Transfer Agent until such time as such funds are necessary to pay the purchase price for shares purchased pursuant to this Purchase Order; or (ii) an irrevocable letter of credit sufficient to pay the purchase price indicated in Section 2 above. I acknowledge and agree that, in the event this Purchase Order is cancelled by me or otherwise expires pursuant to its terms, the Transfer Agent will return the escrowed funds to me without interest. If I have submitted funds via wire transfer, and the Transfer Agent will return funds to me by wire transfer using the following account instructions:

Name of Bank			
Address	City	State	ZIP
ABA	A/C#		
Account Name			

7. I acknowledge and agree that, if the funds I have provided are insufficient to pay the purchase price indicated in Section 2, then the Transfer Agent may, without further action on my part, fill this Purchase Order to the extent of available funds and cancel any remaining part of this Purchase Order.
8. If the shares I have offered to purchase will be pledged, I have included an appropriate pledge form or control agreement from my lender.
9. I acknowledge and agree that none of the Transfer Agent, the Company or any of its or their respective directors, officers or employees shall be liable for any error in judgment made in good faith by any of them or by their agents or attorneys in connection with actions taken in administering and fulfilling the terms of this Purchase Order unless it shall be proven that such person was grossly negligent or acted with willful misconduct.

Print Name			
Signature	Date		
Address	City	State	ZIP
(____)____ Day Telephone	(____)____ Evening Telephone		
E-mail Address			