

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other independent professional adviser authorised pursuant to the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred all your shares in Trinity Mirror plc please forward this document, together with the accompanying documents, to the purchaser or transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Trinity Mirror plc

(incorporated and registered in England and Wales No. 82548)

NOTICE OF ANNUAL GENERAL MEETING

Notice of the 2011 Annual General Meeting and a letter from your Chairman including an explanation of the special business to be conducted at that Meeting which is to be held on Thursday, 12 May 2011 at 11.00 am at the Hilton London Canary Wharf, South Quay, Marsh Wall, London E14 9SH.

Whether or not you propose to attend the Annual General Meeting, please complete and submit the enclosed Form of Proxy in accordance with the instructions printed on it. The Form of Proxy must be received by no later than 11.00 am on Tuesday, 10 May 2011. Completion and return of the Form of Proxy will not prevent you from attending and voting at the Annual General Meeting in person, should you wish. Alternatively you can register your proxy vote electronically no later than 11.00 am on Tuesday, 10 May 2011, either by means of a website provided by Equiniti, www.sharevote.co.uk, or by using the service provided by Euroclear. Further details are given in the notes to this document.

Trinity Mirror plc
(Incorporated and registered
in England and Wales No. 82548)

Registered office
One Canada Square
Canary Wharf
London
E14 5AP

29 March 2011

To the holders of ordinary shares

Dear Shareholder

Introduction

The 106th Annual General Meeting of the Company is to be held at 11.00 am on Thursday, 12 May 2011 at the Hilton London Canary Wharf, South Quay, Marsh Wall, London E14 9SH. You will see from the notice of the Meeting, on page 6 of this document, that in addition to the ordinary business to be dealt with at the Meeting there are items of special business contained in Resolutions 13–17.

An explanation of the proposed Resolutions is set out below.

Resolution 1: Report and accounts

The Directors present to Shareholders at the Meeting the annual report and accounts for the previous financial year, on this occasion for the 52 weeks ended 2 January 2011, and the Directors' and Auditors' reports on the annual report and accounts.

Resolution 2: Directors' Remuneration Report

Resolution 2 presents to Shareholders at the Meeting the Directors' Remuneration Report which includes the Company's remuneration policy. The Remuneration Report contains a detailed explanation of the role of the Remuneration Committee and the policy it adopts for determining the remuneration for executive directors and senior managers. The vote by Shareholders is advisory and does not affect the actual remuneration paid to any individual director. The Directors' Remuneration Report is set out in the annual report and accounts for the 52 weeks ended 2 January 2011.

Resolutions 3, 4, 5, 6, 7, 8, 9 and 10: Re-election of directors

Under the Company's Articles of Association, all directors are required to retire and submit themselves for election or re-election if they have been appointed by the Board since the previous annual general meeting or if it is the third annual general meeting following the annual general meeting at which they were elected or last re-elected. However, the Directors have decided to adopt the new UK Corporate Governance Code, Section B.7.1 which recommends that all directors seek annual election by Shareholders. Accordingly, all of the Directors will offer themselves for re-election.

Biographical details of each of the Directors seeking re-election can be found on page 18 of the annual report and accounts for the 52 weeks ended 2 January 2011. The Nominations Committee has reviewed the performance and independence of the Chairman and each non-executive director and is satisfied that they all continue to be effective, committed, independent and should be re-elected.

Resolutions 11 and 12: Re-appointment and remuneration of auditors

Deloitte LLP's period of office as auditors of the Company expires at the conclusion of the Meeting. Resolution 11 proposes Deloitte LLP's re-appointment as auditors. It is normal practice for the Directors to be authorised to fix the auditors' remuneration and accordingly Resolution 12 authorises the Directors to fix the auditors' remuneration.

Resolution 13: Authority to allot shares

At the annual general meeting of the Company held on 13 May 2010, members gave authority to the Directors, which will expire immediately following the Meeting, to allot Ordinary Shares up to a maximum nominal amount of £8,503,787 representing approximately one third of the Company's then issued ordinary share capital.

Paragraph (i) of Resolution 13 seeks to renew this authority for a further period expiring at the close of the 2012 annual general meeting or, if earlier, 30 June 2012. This authority will relate to a total of 85,037,870 Ordinary Shares, representing approximately one third of the issued ordinary share capital of the Company as at 29 March 2011. This is within the maximum limit permitted by the Institutional Investor Committee guidelines.

In addition, in accordance with the guidance issued by the Association of British Insurers, on the expectations of institutional investors in relation to the authority of Directors to allot shares, upon the passing of Resolution 13, the Directors will have authority (pursuant to paragraph (ii) of the Resolution) to allot Ordinary Shares in connection with a rights issue in favour of Shareholders up to an aggregate nominal value amount of £17,007,574, as reduced by the nominal amount of any shares issued under Paragraph (i) of Resolution 13. This amount (before any reduction) represents approximately two thirds of the Company's current issued ordinary share capital as at 29 March 2011, being the last practicable date prior to publication of this Notice.

The authorities sought under paragraphs (i) and (ii) of Resolution 13 will expire at the earlier of 30 June 2012 or the conclusion of the annual general meeting in 2012.

As a result, if Resolution 13 is passed, the Directors could allot shares representing up to two-thirds of the current issued share capital pursuant to a rights issue. However, if the Directors do conduct a rights issue utilising these authorities and the number of shares issued exceeds one-third of the issued share capital and the monetary proceeds from the rights issue exceed one-third of the Company's pre-issue market capitalisation, then, in accordance with the ABI's guidance, the Directors wishing to remain in office will all offer themselves for re-election at the annual general meeting following the decision to make the rights issue.

The Directors have no present intention to exercise either of the authorities sought under this Resolution, except, under paragraph (i) to fulfil the Company's obligations under its executive and employee share plans. The Company does not hold any shares in treasury. The Directors will continue to seek to renew these authorities at each annual general meeting, in accordance with best practice.

Resolution 14: Disapplication of pre-emption rights

If the Directors wish to exercise the authority under Resolution 13 and offer shares (or sell any shares which the Company may purchase and elect to hold as treasury shares) for cash, the Act requires that unless Shareholders have given specific authority for the waiver of the statutory pre-emption rights, the new shares be offered first to existing Shareholders in proportion to their existing shareholdings. Resolution 14 would give the Board the authority to allot Ordinary Shares for cash without first offering them to existing Shareholders in proportion to their existing shareholdings. The Directors believe that it is in the best interests of the Company that, as in previous years, the Board should have limited authority to allot some part of the Company's unissued equity share capital for cash without first having to offer such shares to existing Shareholders to empower them to make allotments of equity securities to take advantage of business opportunities as they arise.

The Directors' current authority expires at the close of the forthcoming Annual General Meeting and, accordingly, the special resolution set out in Resolution 14 seeks to renew this authority on similar terms for a further period, expiring at the close of the annual general meeting in 2012 or, if earlier, 30 June 2012. The authority if granted will relate to allotments in respect of rights issues and similar offerings (where difficulties arise in offering shares to certain overseas shareholders and in relation to fractional entitlements) and generally to allotments (other than existing Shareholders) of equity securities having an aggregate nominal value not exceeding £1,288,452 being approximately 5% of the issued ordinary share capital of the Company as at 29 March 2011. This figure is within the Institutional Investor Committee guidelines. This Resolution also applies to the sale and re-issue of ordinary shares held as treasury shares by the Company.

The Directors have no present intention to allot shares, except to fulfil the Company's obligations under its executive and employee share plans. In addition and in line with best practice, the Company has not issued more than 7.5% of its issued share capital on a non-pre-emptive basis over the last three years. The Directors do not intend to issue more than 7.5% of the issued ordinary share capital of the Company for cash on a non-pre-emptive basis in any rolling three year period without prior consultation with Shareholders.

As at 29 March 2011 being the latest practicable date before publication of this Notice, the Company held no equity securities in treasury.

Resolution 15: Purchase of own shares

This Resolution is to authorise the Company to buy back up to 25,769,052 Ordinary Shares. The authority will expire at the conclusion of the annual general meeting in 2012 or, if earlier, on 12 August 2012. The Board intends to seek renewal of this power at subsequent annual general meetings in accordance with current best practice.

The Resolution specifies the maximum number of ordinary shares which may be purchased (representing 10% of the Company's issued ordinary share capital as at 29 March 2011) and the maximum and minimum prices at which they may be bought, exclusive of expenses, reflecting the requirements under the Act and the Listing Rules. Any purchase would be made on the London Stock Exchange.

The Board has no present intention of exercising this power and the granting of this authority should not be taken to imply that any ordinary shares will be purchased. No purchase of ordinary shares will be made unless it is expected that the effect will be to increase earnings per share and the Board considers it to be in the best interests of Shareholders as a whole. The Directors would only authorise such purchases after careful consideration, taking account of other investment opportunities, appropriate gearing levels, the effect on earnings per share and the overall financial position of the Trinity Mirror Group.

Under the Act, the Company is allowed to hold its own shares in treasury following a buy-back, instead of having to cancel them. This gives the Company the ability to re-issue treasury shares quickly and cost-effectively (including pursuant to the authority under Resolution 14 above) and provides the Company with additional flexibility in the management of its capital base. Such shares may be resold for cash but all rights attaching to them, including voting rights and any right to receive dividends are suspended whilst they are held in treasury. If the Board exercises the authority conferred by Resolution 15, the Company will have the option of either holding in treasury or of cancelling any of its own shares purchased pursuant to this authority and will decide at the time of purchase which option to pursue.

The total number of options to subscribe for shares outstanding at 29 March 2011 was 654,174. This represents 0.25% of the issued share capital at that date. If the Company was to buy back the maximum number of Ordinary Shares permitted pursuant to this Resolution, then the total number of options to subscribe for ordinary shares outstanding at 29 March 2011 would represent 0.28% of the reduced issued share capital.

Resolution 16: Political donations

Part 14 of the Act, amongst other things, prohibits the Company and its subsidiaries from making political donations or from incurring political expenditure in respect of a political party or other political organisation or an independent election candidate unless authorised by the Shareholders. Aggregate donations made by the Group of £5,000 or less in any 12 month period will not be caught. Neither the Company nor any of its subsidiaries has any intention of making any direct political donation. However, the Act defines "political party", "political organisation", "political donation" and "political expenditure" widely. For example, bodies, such as those concerned with policy review and law reform or with the representation of the business community or sections of it, which the Company and/or its subsidiaries may see benefit in supporting may be included in these definitions.

Accordingly, the Company wishes to ensure that neither it nor its subsidiaries inadvertently commits any breaches of the Act through the undertaking of routine activities, which would not normally be considered to result in the making of political donations and political expenditure being incurred.

In addition, the Directors believe that it is in the commercial best interests of certain of our titles to on occasion be associated to a limited extent with a political party. In the past, the Daily Mirror has sponsored, on commercial terms, the Labour Party Gala Dinner and the Daily Record has sponsored the Scottish Labour Party Gala Dinner. Despite being on commercial terms, this sponsorship may well be determined as a political expenditure. The Directors confirm however, that there is no intention to make any direct donation to political parties.

As permitted under the Act, Resolution 16 extends not only to the Company but also covers all companies which are subsidiaries of the Company at any time the authority is in place. The Resolution authorises the Company and its subsidiaries to:

- (i) make political donations to political parties and/or independent election candidates not exceeding £50,000 in total; and/or
- (ii) make political donations to political organisations other than political parties not exceeding £50,000 in total; and/or
- (iii) incur political expenditure not exceeding £50,000 in total

provided that the aggregate amount of any such donations and expenditure shall not exceed £75,000 in the period up to the Company's annual general meeting in 2012 or, if earlier, 12 May 2012.

As required by the Act, the Resolution is in general terms and does not purport to authorise particular donations.

Resolution 17: Notice period for general meetings other than annual general meetings

Resolution 17 is a resolution to allow the Company to hold general meetings (other than annual general meetings) on 14 clear days' notice. Before the coming into force of the Shareholder Rights Regulations on 3 August 2009, the Company was able to call general meetings, other than an annual general meeting, on 14 clear days' notice without obtaining Shareholder approval. Changes made to the Act by the Shareholders' Rights Regulations increased the notice period required for general meetings of the Company to 21 days unless Shareholders approve a shorter notice period which cannot, however, be less than 14 clear days. Annual general meetings will continue to be held on at least 21 clear days' notice.

In order to preserve the Company's ability to call general meetings (other than annual general meetings) on 14 clear days' notice, Resolution 17 seeks such approval. The flexibility offered by this Resolution will be used where, taking into account the circumstances, the Directors consider this appropriate in relation to the business to be considered at the meeting. The approval of the shorter notice period sought by Resolution 17 will be effective until the Company's next annual general meeting, when it is intended that a similar Resolution will be proposed.

Shareholders should note that changes to the Act mean that, in order to be able to call a general meeting on less than 21 clear days' notice, the Company must make a means of electronic voting available for all shareholders at that meeting. The Company provides this facility (see note 6 to the Notice on page 8 of this document for the Company's arrangements for electronic proxy appointments).

Long-term incentive arrangements

As set out in the Directors' Remuneration Report, the Remuneration Committee has reviewed the long-term incentive arrangements in place for senior executives. With support from its remuneration consultants, it formed a number of proposals for changes to the Long Term Incentive Plan (LTIP). Any significant changes would have required Shareholder approval and a resolution approving those changes would have been presented at the Meeting.

The Remuneration Committee consulted institutional shareholders holding c.50% of the Company's issued share capital and their representative bodies (ABI and RREV) on the proposed changes. The Remuneration Committee received a wide range of shareholder responses and expectations from which it was difficult to see any consensus. In light of this, the recent volatility in the Company's share price and the limited time available, the Remuneration Committee is postponing changes to the LTIP at this time. 2011 LTIP grants will be made under the existing LTIP scheme. It is anticipated that Deferred Share Awards will be granted in 2012 (for 2011 performance) at a similar percentage of earned bonus as for 2011.

Procedures at the Meeting

Shareholders are permitted to appoint multiple proxies. A Form of Proxy which may be used to make such appointment and give proxy instructions accompanies this document. Details of how to do this are set out in note 2 on your proxy card.

We propose to put all Resolutions at the Meeting to Shareholders by way of a poll. The Board considers that a poll is more democratic since it allows the votes of all Shareholders to be counted. I will call for the poll at the start of the formal business of the Meeting.

Action to be taken

A Form of Proxy for use at the Annual General Meeting is enclosed with this document. Whether or not you propose to attend the Annual General Meeting in person, it is important that you complete and sign the enclosed Form of Proxy in accordance with the instructions printed thereon and return it to the Registrars at Equiniti, FREEPOST SEA 10846, Aspect House, Spencer Road, Lancing BN99 6NJ as soon as possible and in any event not less than 48 hours before the time fixed for the Annual General Meeting.

If you do not have a Form of Proxy and believe that you should have one, or if you require additional forms, please contact Equiniti on 0871 384 2235 or +44 121 415 7047 from overseas (please note calls to this number are charged at 8p per minute from a BT landline, other telephony providers' costs may vary). Lines are open from 8.30 am to 5.30 pm Monday to Friday. You may prefer to submit your proxy electronically. If so, please access the website www.sharevote.co.uk which is operated by Equiniti, where full details of the procedure are given. The deadline for receipt of electronic proxies is not later than 11.00 am on 10 May 2011. Shareholders who hold their shares through CREST and who wish to appoint a proxy or proxies for the Meeting by using the CREST electronic proxy appointment service may do so by using the CREST proxy voting service in accordance with the procedures set out in the CREST Manual.

CREST personal members or other CREST sponsored members and those CREST members who have appointed a voting service provider, should refer to their CREST sponsor or voting service provider(s). The completion and return of a Form of Proxy will not preclude you from attending the Meeting and voting in person if you so wish and are so entitled. Further details of submitting proxy documentation can be found in the notes on your proxy card.

The results of the Annual General Meeting will be announced through a Regulatory Information Service and our website, www.trinitymirror.com, as soon as possible once known.

Recommendation

Your Directors believe the Resolutions referred to in this letter which are to be proposed at the Meeting will promote the success of the Company and are in the best interests of the Company and its Shareholders as a whole. Your directors unanimously recommend Shareholders to vote in favour of the Resolutions as each of your directors intends to do in respect of his own beneficial holding which amount to 513,078 shares representing approximately 0.199% of the existing issued ordinary share capital of the Company as at 29 March 2011, being the last practicable day prior to publication of this document.

Yours sincerely,

Sir Ian Gibson CBE

Chairman

Notice of Annual General Meeting

Notice is hereby given that the 106th Annual General Meeting of Trinity Mirror plc will be held at the Hilton London Canary Wharf, South Quay, Marsh Wall, London E14 9SH on 12 May 2011 at 11.00 am to consider and, if thought fit, (and subject in the case of Resolution 14 to the passing of Resolution 13) pass the following resolutions which will be proposed as ordinary resolutions (in the case of Resolutions 1–13 and 16) and as special resolutions (in the case of Resolutions 14, 15 and 17).

Ordinary business

- 1 To receive the financial statements and the reports of the Directors and Auditors for the 52 weeks ended 2 January 2011.
- 2 To receive and adopt the Remuneration Report for the 52 weeks ended 2 January 2011.
- 3 To re-elect Sir Ian Gibson as a director.
- 4 To re-elect Sly Bailey as a director.
- 5 To re-elect Gary Hoffman as a director.
- 6 To re-elect Jane Lighting as a director.
- 7 To re-elect Kathleen O'Donovan as a director.
- 8 To re-elect Vijay Vaghela as a director.
- 9 To re-elect Paul Vickers as a director.
- 10 To re-elect Laura Wade-Gery as a director.
- 11 To re-appoint Deloitte LLP as Auditors of the Company from the conclusion of the Meeting to the conclusion of the next Meeting at which accounts are laid before the meeting.
- 12 To authorise the directors to fix the Auditors' remuneration.

Special business

- 13 THAT in substitution for all subsisting authorities to the extent unused the Directors be and they are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the '2006 Act') to exercise all the powers of the Company to allot shares in the Company and grant rights to subscribe for, or to convert any security into, shares in the Company:
- (i) up to an aggregate nominal amount of £8,503,787 (such amount to be reduced by the nominal amount of any equity securities, as defined in section 560 of the Companies Act 2006, allotted or granted under paragraph (ii) of this Resolution in excess of £8,503,787); and
 - (ii) comprising equity securities (as defined in section 560 of the Companies Act 2006) up to an aggregate nominal amount of £17,007,574 (such amount to be reduced by any shares allotted or rights granted under paragraph (i) of this Resolution) in connection with an offer by way of a rights issue:
 - (a) to ordinary shareholders (in proportion (as nearly as practicable) to their existing holdings); and
 - (b) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or the requirements of any regulatory body or stock exchange or any other matter (including such problems arising by virtue of equity securities being represented by depositary receipts),
- provided that the authorities conferred by sub-paragraphs (i) and (ii) above shall expire at the conclusion of the next annual general meeting of the Company or, if earlier, at the close of business on 30 June 2012 save that under each authority the Company may before such expiry make an offer or agreement which would or might require shares to be allotted or rights to subscribe for, or to convert any security into, shares 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 (as the case may be) in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.
- 14 THAT subject to the passing of Resolution 13 above and in substitution for all subsisting authorities to the extent unused, the Directors be and they are hereby generally empowered, pursuant to sections 570 and 573 of the Companies Act 2006, to allot equity securities (within the meaning of section 560 of the 2006 Act) for cash, pursuant to the authority conferred by Resolution 13 or by way of a sale of treasury shares, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power:
- (i) shall be limited to the allotment of equity securities in connection with an offer of equity securities (but in the case of the authority granted under paragraph (ii) of Resolution 13 by way of a rights issue only)
 - (a) to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
 - (b) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or the requirements of any regulatory body or stock exchange or any other matter (including such problems arising by virtue of equity securities being represented by depositary receipts); and

(ii) in the case of the authority granted under paragraph (i) of Resolution 13 and/or in the case of any sale or transfer of treasury shares which is treated as an allotment of equity securities under section 560(3) of the 2006 Act shall be limited to the allotment (otherwise than under paragraph (i) of this Resolution 14) of equity securities up to an aggregate nominal value of £1,288,452; and

shall unless renewed, varied or revoked by the Company in general meeting expire at the conclusion of the next annual general meeting of the Company or, if earlier, at the close of business on 30 June 2012, save that the Company shall be entitled to make offers or agreements before the expiry of such power which would or might require equity securities to be allotted after such expiry and the Directors shall be entitled to allot equity securities pursuant to any such offer or agreement as if the power conferred hereby had not expired.

15 THAT the Company be and is hereby generally and unconditionally authorised, pursuant to and in accordance with section 701 of the Companies 2006 Act, to make market purchases (within the meaning of section 693(4) of the 2006 Act) of ordinary shares of 10p each in the capital of the Company ('Ordinary Shares') on such terms and in such manner as the directors of the Company may from time to time determine and in substitution for all existing powers conferred on the directors of the Company provided that:

(a) the maximum number of Ordinary Shares hereby authorised to be purchased is 25,769,052;

(b) the minimum price (exclusive of expenses) which may be paid for each Ordinary Share is 10p;

(c) the maximum price (exclusive of expenses) which may be paid for each Ordinary Share is an amount equal to the higher of

(i) 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 date on which the Ordinary Share is contracted to be purchased; and

(ii) that stipulated by Article 5(1) of the Buy-Back and Stabilisation Regulation 2003;

(d) the authority hereby conferred by this Resolution shall, unless renewed, varied or revoked by the Company in general meeting prior to such time, expire at the end of the next annual general meeting of the Company after the passing of this Resolution (or, if earlier, 15 months from the date of the passing of this Resolution) but a contract to purchase Ordinary Shares may be made before such expiry which will or may be executed wholly or partly thereafter and a purchase of Ordinary Shares may be made in pursuance of any such contract as if the authority conferred hereby had not expired.

16 THAT in accordance with the Companies Act 2006, the Company and all companies that are or become subsidiaries of the Company at any time during the period for which this Resolution has effect be and are hereby authorised to:

(i) make political donations to political parties and/or independent election candidates not exceeding £50,000 in total; and/or

(ii) make political donations to political organisations other than political parties not exceeding £50,000 in total; and/or

(iii) incur political expenditure not exceeding £50,000 in total,

during the period beginning with the date of the passing of this Resolution and ending at the conclusion of the next annual general meeting of the Company after the passing of this Resolution or, if earlier, 12 May 2012, provided that the aggregate amount of any such donations and expenditure within such period shall not exceed £75,000.

For the purpose of this Resolution the terms "political donations", "independent election candidates", "political organisations" and "political expenditure" have the meanings set out in sections 363 to 365 of the Companies Act 2006.

17 THAT a general meeting of the Company (other than an annual general meeting) may be called on not less than 14 clear days' notice, provided that this authority shall expire at the conclusion of the next annual general meeting of the Company.

By Order of the Board

P A Vickers

Secretary

29 March 2011

Registered Office:

One Canada Square

Canary Wharf

London E14 5AP

Notice of Annual General Meeting continued

Notes:

Shareholders entitled to attend and vote

1. Holders of Ordinary Shares, or their duly appointed representatives are entitled to attend, vote and speak at the Meeting. A member so entitled may appoint (a) proxy(ies), who need not be (a) member(s), to attend, vote and speak on his/her behalf.
2. Pursuant to Regulation 41 (1) of the Uncertificated Securities Regulations 2001 (as amended) and for the purposes of section 360B of the Act, the Company specifies that only those Shareholders registered in the register of members of the Company as at 6.00 pm on 10 May 2011 (the 'Specified Time') (or, if the Meeting is adjourned to a time more than 48 hours after the Specified Time, by 6.00 pm on the day which is two days prior to the time of the adjourned meeting) shall be entitled to attend and vote at the Meeting in respect of the number of shares registered in their name at that time. If the Meeting is adjourned to a time not more than 48 hours after the Specified Time, that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purposes of determining the number of votes they may cast at the adjourned meeting). Changes to entries on the relevant register of securities after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the Meeting.

Voting by proxy

3. A Form of Proxy is enclosed with this document, and members who wish to use it should see that it is deposited, duly completed, together with any power of attorney or other authority under which it is signed (or a notarially certified copy of such authority) with the Company's Registrar not less than 48 hours before the time fixed for the Meeting. Completion and posting of the Form of Proxy will not preclude Shareholders from attending and voting in person at the Meeting should they wish to do so.
4. Members are entitled to appoint a proxy in respect of some or all of their shares. Members are also entitled to appoint more than one proxy. If a member appoints more than one proxy, each proxy must be appointed to exercise the rights attached to a different share or shares held by the member. A space has been included on the Form of Proxy to allow members to specify the number of shares in respect of which that proxy has been appointed. Members who return the Form of Proxy duly executed but leave this space blank will be deemed to have appointed the proxy in respect of all of their shares.
5. If you do not have a Form of Proxy and believe that you should have one, or if you require additional forms, please contact Equiniti Registrars by telephone at 0871 384 2235 or +44 121 415 7047 if you are based overseas (please note lines are open from 8.30 am to 5.30 pm Monday to Friday calls to this number are charged at 8p per minute from a BT landline, other telephony providers' costs may vary) or in writing to Equiniti, Aspect House, Spencer Road, Lancing BN99 6NJ.
6. Shareholders who prefer to register the appointment of their proxy electronically via the Internet can do so through the Equiniti website at www.sharevote.co.uk where full instructions on the procedure are given. The Voting ID, Task ID and Shareholder Reference Number printed on the Form of Proxy will be required to use this electronic proxy appointment system. Alternatively, Shareholders who have already registered with Equiniti Registrars' online portfolio service, Shareview, can appoint their proxy electronically by logging on to their portfolio at www.shareview.co.uk and clicking on 'Company Meetings'. A proxy appointment made electronically will not be valid if sent to any address other than those provided or if received after 11.00 am on 10 May 2011. Please note that any electronic communication found to contain a computer virus will not be accepted.

Electronic proxy appointment through CREST

7. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST).

The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID RA19) by the latest time(s) for receipt of proxy appointments specified in the Notice of Meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the time-stamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means. CREST members and, where applicable, their CREST sponsors or voting services providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages.

Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his or her CREST sponsor or voting service provider(s) take(s) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. (www.euroclear.com/CREST). The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001, (as amended).

Nominated Persons

8. The right to appoint a proxy does not apply to persons who have been nominated by a Shareholder to enjoy rights under section 146 of the Act (a 'Nominated Person'). A copy of this notice is therefore sent to a Nominated Person for information purposes only. A Nominated Person may have a right under an agreement with the Shareholder by whom he was nominated to be appointed (or to have someone else appointed) as a proxy for the Meeting. Alternatively, if a Nominated Person does not have such a right, or does not wish to exercise it, they may have a right under such an agreement to give instructions to the Shareholder as to the exercise of voting rights.

Nominated Persons should also remember that their main point of contact in terms of their investment in the Company remains the member who nominated the Nominated Person to enjoy information rights (or, perhaps the custodian or broker who administers the investment on their behalf). Nominated Persons should continue to contact that member, custodian or broker (and not the Company) regarding any changes or queries relating to the Nominated Person's personal details and interest in the Company (including any administrative matter). The only exception to this is where the Company expressly requests a response from a Nominated Person.

Voting by corporate representatives

9. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.

Questions at the Meeting

10. Any member attending the Meeting has a right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the Meeting but no such answer need be given if (a) to do so would interfere unduly with the preparation for the Meeting or would involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question or (c) it is undesirable in the interests of the Company or the good order of the Meeting that the question be answered.

Documents available for inspection

11. Copies of the executive directors' service contracts and copies of letters of appointment of the non-executive directors, and a copy of the existing articles of association will be available for inspection at any time during normal business hours on each business day (except public holidays) until the date of the Meeting at the Company's registered office, One Canada Square, London E14 5AP. All such documents will also be available for inspection at Hilton London Canary Wharf, South Quay, Marsh Wall, London E14 9SH from 10.45 am on 12 May 2011 until the conclusion of the annual general meeting.

Total voting rights

12. As at 29 March 2011 being the last practicable date prior to publication of this Notice, Trinity Mirror plc's issued share capital consists of 257,690,520 Ordinary Shares with a nominal value of 10 pence carrying one vote each. Therefore, the total voting rights in the Company as at 29 March 2011 are 257,690,520. Trinity Mirror plc does not hold any ordinary shares in Treasury.
13. The contents of this Notice of Meeting, details of the total number of shares in respect of which members are entitled to exercise voting rights at the Meeting as at 29 March 2011, being the latest business day prior to the printing of this Notice, and if applicable, any members' statements, members' resolutions or members' matters of business received after the date of this Notice will be available on the Company's website: www.trinitymirror.com

Notice of Annual General Meeting continued

Automatic poll voting

14. Each of the resolutions to be put to the meeting will be voted on by poll and not by show of hands. A poll reflects the number of voting rights exercisable by each member and so the Board considers it a more democratic method of voting. It is also in line with recommendations made by the Shareholder Voting Working Group and Paul Myners in 2004. Members and proxies will be asked to complete a poll card to indicate how they wish to cast their votes. These cards will be collected at the end of the Meeting. The results of the poll will be published on the Company's website and notified to the UK Listing Authority once the votes have been counted and verified.

Publication of audit concerns

15. Under section 527 of the Act, members that meet the threshold requirements set out in that section have the right to require the Company to publish on a website, a statement setting out any matter relating to:

- (i) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the Meeting; or
- (ii) any circumstance connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with section 437 of the Act.

The Company may not require the Shareholders requesting any such website publication to pay its expenses in complying with sections 527 or 528 of the Act. Where the Company is required to place a statement on a website under section 527 of the Act, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the Meeting includes any statement that the Company has been required under section 527 of the Act to publish on a website.

16. Shareholders are advised that, unless otherwise stated, any telephone number, website and email address set out in this Notice of Meeting, Form of Proxy, or Chairman's letter should not be used for the purpose of serving information on the Company (including the service of documents or information relating to the proceedings at the Company's Annual General Meeting).

Glossary

The following definitions apply throughout this document unless the context otherwise requires:

'Act'	means the Companies Act 2006 (as amended from time to time)
'Meeting' or 'Annual General Meeting'	means the Annual General Meeting of the Company to be held on 12 May 2011, notice of which is set out on page 6 of this document, or any adjournment of that meeting
'Directors' or 'Board'	means the directors of the Company
'Group' or 'Trinity Mirror Group'	means the Company and its subsidiary undertakings
'Ordinary Share' or 'Ordinary Shares'	means an ordinary share of 10p each in the capital of the Company
'Shareholders'	means holders of ordinary shares
'Trinity Mirror' or 'Company'	means Trinity Mirror plc

Trinity Mirror plc

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