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

(Registered in England and Wales No 82548)

Notice of the 2006 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 4 May 2006 at 11.30am at The Great Eastern Hotel, Liverpool Street, London, EC2M 7QN.

Glossary

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

"Act"	means the Companies Act 1985 (as amended from time to time)
"AGM" or "Annual General Meeting"	means the annual general meeting of the Company to be held on 4 May 2006, notice of which is set out on page 9 of this document, or any adjournment of that meeting
"Directors" or "Board"	means the directors of the Company
"Trinity Mirror" or "Company"	means Trinity Mirror plc
"Ordinary Share"	means ordinary share in the capital of the Company
"Shareholders"	means holders of Ordinary Shares
"EBT"	means the Trinity Mirror Employees' Benefit Trust
"LTIP"	means the Trinity Mirror Long Term Incentive Plan 2004

Trinity Mirror plc

(Registered in England and Wales No 82548)

Registered Office:
One Canada Square
Canary Wharf
London
E14 5AP

2 March 2006

To the holders of Ordinary Shares

Dear Shareholder

Introduction

The 101st Annual General Meeting of the Company is to be held at 11.30am on Thursday 4 May 2006 at The Great Eastern Hotel, Liverpool Street, London, EC2M 7QN.

You will see from the notice of AGM, on page 9 of this document, that in addition to the ordinary business to be dealt with at the AGM there is one item of special business contained in Resolution 3. An explanation of the Resolutions is set out below.

Report and accounts: Resolution 1

The directors present to shareholders at the AGM the accounts for the previous financial year, on this occasion for the 52 weeks ended 1 January 2006, and the directors' and auditors' reports on those accounts.

Remuneration policy: Resolution 2

Resolution 2 presents to shareholders at the AGM the Board's Remuneration report which includes the Company's remuneration policy. The Board's 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 Remuneration report explains the different elements which comprise executive remuneration, including how base salaries and annual and long-term incentive remuneration are determined for executive directors. In addition, the utilisation of the executive share-based incentive schemes and the provision of other benefits are explained.

Amendments to the operation of the Company's annual bonus plan and the LTIP: Resolution 3

The Remuneration Committee has reviewed the Company's annual bonus plan and the LTIP which was established in 2004. The review has highlighted some weaknesses in the operation of both plans which the Committee believes can be addressed by some simple modifications. These modifications will ensure that the plans continue to support our "Stabilise Revitalise Grow" strategy. The Committee has received independent advice from remuneration specialists Kepler Associates and New Bridge Street consultants and Messrs Lovells have advised on the legal aspects. In carrying out its review the Committee has given regard to current best practice and has in formulating the proposals consulted the Association of British Insurers, RREV and its major investors. The Committee was advised that it did not need to put these changes to shareholders formally but has chosen to do so in the interests of good corporate governance.

The proposed improvements to the Company's annual bonus plan and the LTIP will ensure:

- greater alignment of management and shareholders' interests;
- that key executives are encouraged to build and maintain a significant shareholding more effectively than under the existing remuneration structure;
- that the Company's remuneration structure for executive directors and senior managers remains competitive in the market.

In summary this will be achieved by:

- introducing a deferred share award plan to be operated alongside the Company's annual bonus plan. The annual bonus award would then comprise two elements: an annual cash bonus and a deferred share award;
- suspending the grant of Matching Share awards under the LTIP; and
- changing the combined Total Shareholder Return (TSR) and Earnings Per Share (EPS) performance targets which must be satisfied before Performance Share awards granted under the LTIP may vest to a single TSR performance target.

The net effect of the changes will be a marginal reduction in both the full and estimated value of the remuneration package for executive directors and senior managers but will make that package simpler and easier to understand and thus more motivational. If the proposal is approved by shareholders the Committee will implement the changes immediately in relation to bonuses awarded this year in respect of performance during 2005 and for performance share awards to be granted for 2006. The proposed changes are summarised in more detail in the Appendix to this letter.

Declaration of a final dividend due and payable on 9 June 2006: Resolution 4

Final dividends need to be approved by the shareholders. However, the final dividend cannot be more than the amount recommended by the directors. The directors are recommending a final dividend for the 52 weeks ended 1 January 2006 of 15.5 pence per Ordinary Share due and payable on 9 June 2006 to shareholders on the register at the close of business on 5 May 2006.

Re-appointment of Sly Bailey and Sir Angus Grossart: Resolutions 5 and 6

The Articles of Association require that directors will retire at the third annual general meeting following their last appointment by shareholders at an annual general meeting.

Sly joined the Board in February 2003. She started her media career in advertising sales at the Guardian and then The Independent. In 1989 she joined IPC Media Limited as Head of Classified Advertising Sales and joined their Board in 1994 as Advertising Director. In 1997 Sly was appointed Managing Director of IPC tx, the TV listings division. In December 1999 she was appointed Chief Executive of IPC Media Limited and subsequently led the sale of the business to AOL Time Warner. Sly was previously a non-executive director of Littlewoods Plc. Currently she is also a non-executive director at EMI as well as President of NewstrAid, a charity for the newstrade.

Sir Angus joined the Board in September 1999 having previously been a director of Mirror Group since 1998. He is qualified as both a chartered accountant and advocate, and practised for some years at the Scottish bar. He founded and chairs the Scottish merchant bank NobleGrossart.

He is a former vice chairman of The Royal Bank of Scotland Plc and is a director of Scottish and Newcastle Plc. He is a former Chairman of the National Galleries of Scotland and Trustee of the National Heritage Memorial Fund. He has been a director of a wide range of public companies in the UK, Canada and the United States, involved in investment, investment management, insurance, construction, property, media and other sectors.

The Nominations Committee has reviewed Sir Angus Grossart's performance as a non-executive director and I can confirm that we believe that he continues to be effective, is committed to the role and should be re-elected.

Re-appointment and remuneration of auditors: Resolution 7

Deloitte & Touche's period of office as auditors of the Company expires at the conclusion of the AGM. This resolution proposes their re-appointment as auditors. It is normal practice for the Company's directors to be authorised to fix the auditors' remuneration, which is also dealt with in this resolution.

Authority to allot shares: Resolution 8

Section 80 of the Act provides in relation to all companies that the directors may not allot relevant securities (as defined in that section) unless authorised to do so by the Company in general meeting or by its articles of association. Accordingly, the ordinary resolution set out as Resolution 8 in the notice of AGM seeks to renew for a further period, expiring at the close of the 2007 Annual General Meeting or, if earlier, 4 August 2007, the authority previously granted to the directors under section 80 of the Act to take advantage of business opportunities as they arise. This authority will relate to a total of 96,676,542 Shares of 10p each, representing approximately 33.33% of the issued ordinary share capital of the Company as at 2 March 2006. This is within the maximum limit permitted by the Institutional Investor Committee guidelines. The directors have no present intention of allotting, or agreeing to allot, any Shares pursuant to this authority.

Disapplication of pre-emption rights: Resolution 9

Section 89 of the Act gives holders of equity securities (within the meaning of the Act), with limited but important exceptions, certain rights of pre-emption on the issue for cash of new equity securities. 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 authorised but 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 as Resolution 9 in the notice of AGM seeks to renew this authority on similar terms for a further period, expiring at the close of the 2007 Annual General Meeting or, if earlier, 4 August 2007. 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 in respect of rights issues) of equity securities having an aggregate nominal value not exceeding £1,464,796 being approximately 5% of the issued ordinary share capital of the Company as at 2 March 2006. This figure is within the Institutional Investor Committee guidelines.

Purchase of own shares: Resolution 10

The resolution is to authorise the Company to buy back up to 29,295,929 Shares. The authority would expire at the conclusion of the 2007 Annual General Meeting or, if earlier, on 4 August 2007. The Board intends to seek renewal of this power at subsequent annual general meetings.

The resolution specifies the maximum number of Shares which may be purchased (representing 10% of the Company's issued ordinary share capital as at 2 March 2006) and the maximum and minimum prices at which they may be bought, reflecting the requirements of the Act and the Listing Rules. Any buy back would only 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 Shares will be purchased. No purchase of 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 all shareholders. 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 Group.

Under the Companies (Acquisition of Own Shares) (Treasury Shares) Regulations 2003, which came into force on 1 December 2003, the Company is allowed to hold up to 10% of its own shares in treasury following a buy back, instead of cancelling them as previously required. This will give the Company the ability to re-issue treasury shares quickly and cost-effectively and will provide 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 8 and subject to the passing of Resolution 9, 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 2 March 2006 was 4,676,333. This represents 1.6% of the issued capital at that date. If the Company was to buy back the maximum number of shares permitted pursuant to this resolution, then the total number of options to subscribe for shares outstanding at 2 March 2006 would represent 1.77% of the reduced share capital.

Recommendation

Your directors believe the resolutions referred to in this letter which are to be proposed at the AGM to be in the best interests of the Company and its shareholders as a whole and recommend shareholders to vote in favour of them as each of your directors intend to do in respect of his own beneficial holding.

Yours sincerely,
Sir Victor Blank
Chairman

Appendix

Amendments to the operation of the Company's annual bonus plan and the LTIP

Part 1: Summary of proposed modifications

The Board and the Remuneration Committee (the Committee) are recommending to shareholders modifications to certain aspects of the remuneration structure for executive directors and senior managers to improve the operation of the Company's annual bonus plan and LTIP. The net effect of the changes will be a marginal reduction in both the full and estimated value of the remuneration package for executive directors and senior managers but will make that package simpler and easier to understand and thus more motivational. The modifications are being recommended to deal with some perceived weaknesses in the current structure.

These are:

- At present, with the exception of the TSR element of the Performance Share award, all elements of incentive compensation are based on internal measures of performance (either largely operating profit, in the case of the bonus, or EPS, in the case of a Matching Share award and half of the Performance Share award). The Committee believes that it is more appropriate to have more compensation based on external and relative measures. This is also in line with views expressed to the Committee by some shareholders.

- EPS is likely to prove to be extremely volatile across the sector for the foreseeable future as the current advertising market recovers and consolidation takes place. This makes setting EPS performance targets for share awards very difficult.

- Due to this volatility there is increasing evidence that those eligible are not taking up the voluntary bonus deferral element of the LTIP (i.e. Deposited Shares and the Matching Share award) because they are unable to calculate the likelihood of a match based on EPS vesting. This makes them reluctant to commit a proportion of after tax bonus to the purchase of Ordinary Shares which have to be kept for three years. This in turn makes the shareholding requirement imposed on the most senior executives harder to achieve.

- The volatility and unpredictability of EPS performance means that management increasingly do not value either the Matching Share award or the Performance Share award. This means that the Company has an incentive package which is of declining attraction, retention and motivational power and this is at a time when a number of other UK companies are following the market trend and offering increasingly larger bonus packages which threaten to attract the Company's best and most mobile employees.

To take account of these issues, the Committee is proposing to make the following changes to the structure of the incentive package:

- Convert the EPS element of the Performance Share awards to the existing TSR performance measure so that the vesting of Performance Share awards is entirely subject to TSR performance. It is proposed that a vesting schedule similar to the current one but utilising the constituents of the FTSE 350 Media Sector is adopted. Recognising concerns that a solely TSR measure typically raises, it is also proposed to underpin this measurement with a requirement that the Committee must also satisfy itself that "underlying financial performance is satisfactory in the circumstances".

- Suspend the grant of Matching Share awards and replace this element of the LTIP with a mandatory deferral of part of the annual bonus. The Committee will recommend the establishment of a new deferred share award plan, the main features of which are described in Part 2 below, to the independent trustee of the EBT.

The Committee will recommend that a deferred share award will be granted to each eligible participant which will have a value equal to 40% of the annual bonus paid to the participant. An award would not vest until the third anniversary and would normally lapse if a participant ceases employment with the Company as a "bad leaver" during the three year period. The vesting of an award would not be subject to any performance conditions because the award is a deferral of part of the original bonus opportunity and the relevant performance targets have to have been satisfied before a participant can be eligible to receive an award. Those targets will also have been used to determine the recommended value of any award. This will act as a further step towards aligning management and shareholder interests by encouraging the building of a significant shareholding by executive directors and other senior executives.

In accordance with ABI guidelines, it is proposed that the dividends on Ordinary Shares held under the deferred share award would be reinvested in further shares which may then be released to a participant following vesting of any award which will further enhance alignment with the interests of shareholders.

The approach proposed represents a marginal reduction in both full and estimated value of the remuneration package those participants in the scheme. By suspending Matching Share awards and making the vesting of Performance Share awards subject to only one performance condition, the package becomes simpler and much easier to understand and communicate. This in turn makes it more motivational.

Basing the deferred share awards on the annual performance bonus reinforces management's line of sight to corporate performance, given that the bonus is directly driven by financial and strategic measures but retains alignment with shareholder interests through the three year deferral. The three year deferral coupled with good and bad leaver provisions should ensure better retention of our best employees than the current voluntary deferral mechanism.

Part 2: Summary of the main features of the Trinity Mirror plc deferred shared bonus award plan (The "Plan")

The Plan will be administered by the independent trustee (the Trustee) of the EBT having regard to recommendations made by the Committee. It is anticipated that the Plan will be operated primarily over Ordinary Shares purchased by the Trustee in the market. However, the Trustee may subscribe new shares in the Company for the grant of awards under the Plan. If it does this will be subject to the limits described below.

(a) Eligible Employees

The Trustee may, having regard to recommendations made by the Committee, select any employee of the Group (including executive directors) to participate in the Plan. Normally the Committee will recommend executive directors and senior managers who have received a bonus for the grant of an award.

(b) Grant of Awards

An award will normally be made in the form of the grant of an option over Ordinary Shares with a nominal total exercise price of £1 (then referred to as a nil cost option). (The Plan will also allow the Trustee to grant awards where appropriate in the form of a provisional allocation of Ordinary Shares which may at the discretion of the Trustee be gifted to participants after the appropriate deferral period.)

Awards may be made within three months after adoption of the Plan; within 42 days after the announcement of the annual or half yearly results of the Company; 42 days from the expiry or removal of any resolutions imposed on the Company which have prevented an award from being granted; 42 days following changes to legislation affecting the Plan or at any other time considered by the Trustee, having consulted the Committee, to be exceptional.

(c) Individual Limit

Usually the value of Ordinary Shares subject to an award will not exceed at the date of grant 40% of any bonus paid to an eligible employee under the annual bonus plan. The Trustee may, having consulted the committee, grant awards over Ordinary Shares with a greater value in exceptional circumstances (subject to an overall limit of 100% of salary) for example in relation to a new recruit on an appropriate basis.

(d) Exercise of Awards

Awards will normally become exercisable (or Ordinary Shares released) on the third anniversary following their date of grant. The Trustee may grant awards which vest at different times.

An award will normally be exercisable for a period of six months following the third anniversary of its date of grant. If a participant ceases to be employed by the Group by reason of death, retirement, injury or disability, ill health, or sale of a company or business out of the Trinity Mirror Group his award will normally become exercisable for a period of six months following the third anniversary of the date of grant. The Trustee may permit an award to become exercisable earlier.

If the participant ceases to be employed by the Trinity Mirror Group for any other reason his award will lapse unless the Trustee determines otherwise.

If there is a takeover or other corporate event affecting the Company all awards will become exercisable for a limited period after which they will lapse.

(e) Ordinary Shares

Any Ordinary Shares issued to the Trustee by the Company in relation to the grant of awards will rank pari passu with existing Ordinary Shares except for any rights attached to such Ordinary Shares by reference to a record date prior to the date of allotment.

(f) Adjustment of Awards

The Trustee may at any time make such adjustments to any outstanding awards as it shall deem appropriate having consulted the Company's auditors in the event of any capitalisation issue, rights issue, subdivision, consolidation or reduction or other variation in the share capital of the Company.

(g) Limits on numbers of Ordinary Shares

The award of Ordinary Shares under the Plan is subject to the following limits relating to the use of Ordinary Shares issued by the Company to the Trustee:

(i) no award may be granted if, as a result, the aggregate number of Ordinary Shares issued and issuable pursuant to awards granted under the Plan or options under any other executive share option scheme adopted by the Company in general meeting would in any period of ten years exceed 5% of the issued ordinary share capital of the Company from time to time; and

(ii) no award may be granted if, as a result, the aggregate number of Ordinary Shares issued and issuable pursuant to awards granted under the Plan or options under any other employees' share scheme adopted by the Company in general meeting would in any period of ten years exceed 10% of the issued ordinary share capital of the Company from time to time.

(h) Amendments to the Plan

The Trustee with the consent of the Committee may amend the Plan at any time in any respect. However, the rules of the Plan relating to eligibility, limits on the number of Ordinary Shares available under the Plan, the basis for determining an eligible employee's participation, the adjustment of awards in the event of a variation of capital and to the amendment of the Plan may not be amended to the advantage of existing or future participants without the prior approval of the Company in general meeting except that the Trustee may:

(i) make any amendments necessary to take account of a change in legislation and to obtain or maintain favourable taxation, exchange control or regulatory treatment of the Company, any of its subsidiaries or any optionholder and

(ii) make minor amendments to benefit or facilitate the administration of the Plan.

(i) Termination

The Trustee may at any time having first consulted the Committee, terminate the Plan.

(j) Benefits not Transferable or Pensionable

Awards are not transferable (except on death) or pensionable.

Notice of Annual General Meeting

Notice is hereby given that the 101st Annual General Meeting of Trinity Mirror plc will be held at The Great Eastern Hotel, Liverpool Street, London, EC2M 7QN on 4 May 2006 at 11:30 am to consider and, if thought fit, (and subject in the case of resolution 9 to the passing of resolution 8) pass the following resolutions which will be proposed as ordinary resolutions (in the case of resolutions 1-8 inclusive) and as special resolutions (in the case of resolutions 9-10 inclusive).

Ordinary resolutions

1 To receive the directors' report, Financial Statements and auditors' report for the 52 weeks ended 1 January 2006.

2 To receive and adopt the Remuneration report including the Remuneration Committee's remuneration policy for executive directors as set out in the annual report and accounts for the 52 weeks ended 1 January 2006.

3 To authorise the directors to make changes to the operation of the Company's annual bonus plan and the Company's 2004 Long Term Incentive Plan.

4 To declare a final dividend in respect of the 52 weeks ended 1January 2006.

5 To re-appoint as a director Mrs Sly Bailey.

6 To re-appoint as a director Sir Angus Grossart.

7 To re-appoint Deloitte & Touche as auditors and to authorise the directors to fix the auditors' remuneration.

8 That the directors of the Company be and they are hereby generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 (the "Act") (in substitution for all existing authorities under the said section 80) to exercise all powers of the Company to allot relevant securities (within the meaning of section 80(2) of the Act) up to a maximum aggregate nominal amount of £9,667,654.20 to such persons at such times and upon such conditions as the directors may determine (subject to the Articles of Association of the Company) during the period commencing on the date of passing of this resolution and expiring at the close of the next Annual General Meeting of the Company after the passing of this resolution (or, if earlier, on 4 August 2007), provided that the Company may, at any time before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry.

Special resolutions

9 That the directors of the Company be and they are hereby empowered, pursuant to section 95(1) of the Companies Act 1985 (the "Act"), to allot equity securities for cash (within the meaning of section 94(2) of the Act) pursuant to the authority under section 80 of the Act conferred upon the directors by resolution 8 and to sell equity securities (within the meaning of section 94(2) of the Act) for cash which before the sale were held by the Company as treasury shares (within the meaning of section 94 of the Act), in each case as if section 89(1) of the Act did not apply to any such allotment or sale, save that this power shall be in substitution for all existing powers conferred on the directors pursuant to the said section 95(1), and provided that this power shall be limited:

(a) to the allotment of equity securities in connection with a rights issue or other issue in favour of holders of Ordinary Shares in the Company where the equity securities respectively attributable to the interests of all such holders are proportionate (as nearly as may be) to the respective number of ordinary shares held by them (but, subject to such exclusions or other arrangements as the directors may deem necessary or desirable to deal with fractional entitlements or any legal or practical problems under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory, or any other matter whatsoever); and

(b) to the allotment or sale (otherwise than pursuant to paragraph (a) above) of equity securities up to an aggregate nominal value of £1,464,796 and shall unless renewed, varied or revoked by the Company in general meeting expire at the close of the next Annual General Meeting of the Company after the passing of this resolution (or, if earlier, on 4 August 2007), provided that the Company may, at any time before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry.

10 That the Company 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 capital of the Company on such terms and in such manner as the directors may from time to time determine and in substitution for all existing powers conferred on the directors provided that:

(a) the maximum number of shares hereby authorised to be purchased is 29,295,929;

(b) the maximum price which may be paid for each 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 date on which the Ordinary Share is contracted to be purchased (excluding expenses);

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

(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 (or, if earlier, on 4 August 2007) but a contract of purchase may be made before such expiry which will or may be executed wholly or partly thereafter and a purchase of shares may be made in pursuance of any such contact.

Registered Office:
One Canada Square
Canary Wharf
London
E14 5AP

By Order of the Board
P A Vickers
Secretary
2 March 2006

Notes:

1 A holder of ordinary shares entitled to attend and vote at the Meeting may appoint a proxy or proxies to attend and, on a poll, vote in his/her place. A proxy need not be a member of the Company. A form of proxy is enclosed with this document, and members who wish to use it should see that it is deposited, duly completed, 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 AGM should they wish to do so.

2 Shareholders who prefer to register the appointment of their proxy electronically via the Internet can do so through the Lloyds TSB Registrar's website at www.sharevote.co.uk where full instructions on the procedure are given. The personal reference number, card ID and account number printed on the proxy form will be required to use this electronic proxy appointment system. Alternatively, shareholders who have already registered with Lloyds TSB 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 11.30am on Tuesday 2 May 2006. Please note that any electronic communication found to contain a computer virus will not be accepted.

3 Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those shareholders registered in the register of members of the Company as at 6 pm on 2 May 2006 shall be entitled to attend or vote at the AGM in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of securities after 6 pm on 2 May 2006 shall be disregarded in determining the rights of any person to attend or vote at the meeting.

4 Electronic proxy appointment through CREST
CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the AGM and any adjournment(s) thereof by using the procedures described in the CREST Manual. CREST Personal Members of 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 CRESTCo's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or 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 7RA01) 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 timestamp 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 CRESTCo 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 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.
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.

5 Copies of the register of directors' interests in Shares and of all directors' services agreements will be available for inspection at any time during normal business hours on each business day at the Company's registered office. All such documents will also be available for inspection at The Great Eastern Hotel, Liverpool Street, London, EC2M 7QN from 10.30 am on 4 May 2006 until the conclusion of the Annual General Meeting.

6 A copy of the draft rules of the proposed Trinity Mirror Deferred Share Award Plan will be available for inspection: (i) during normal business hours on each business day at the Company's registered office from the date of this Notice of AGM is sent until the end of the Annual General Meeting and (ii) at The Great Eastern Hotel, Liverpool Street, London, EC2M 7QN from 10.30am on 4 May 2006 until the end of the Annual General Meeting.

7 Kepler Associates, New Bridge Street Consultants and Messrs Lovells have each given and not withdrawn their consent to the issue of this document with the inclusion of references to each of their names in the form and context in which it appears.

Trinity Mirror plc
Registered Office: One Canada Square, Canary Wharf, London, E14 5AP
T: 020 7293 3000
F: 020 7293 3405
www.trinitymirror.com

Company number: 82548