

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 2007 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 10 May 2007 at 11.30am at Hilton London Canary Wharf, South Quay, Marsh Wall, London, E14 9SH.

Trinity Mirror plc

(Registered in England and Wales No 82548)

Registered Office:

One Canada Square
Canary Wharf
London
E14 5AP

1 March 2007

To the holders of Ordinary Shares

Dear Shareholder

Introduction

The 102nd Annual General Meeting of the Company is to be held at 11.30 am on Thursday 10 May 2007 at Hilton London Canary Wharf, South Quay, Marsh Wall, London, E14 9SH. You will see from the notice of AGM, on page 6 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 12. 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 31 December 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.

Declaration of a final dividend due and payable on 8 June 2007: Resolution 3

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 31 December 2006 of 15.5 pence per Ordinary Share due and payable on 8 June 2007 to shareholders on the register at the close of business on 4 May 2007.

Re-appointment of Sir Ian Gibson, Laura Wade-Gery and Vijay Vaghela: Resolutions 4, 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. The Articles of Association also require that Directors appointed by the Board shall retire at the AGM next following such appointment.

Sir Ian Gibson (60) joined the Board of Trinity Mirror and was appointed Chairman on 4 May 2006. Sir Ian was Chairman of BPB plc until the end of 2005 and currently holds Non-Executive Directorships at GKN plc, Greggs plc and is the Senior Non-Executive Director at Northern Rock plc. Previously, he was President of Nissan Europe and Senior Vice President of Nissan Group. He has also held Non-Executive Directorships at Prodrive Ltd and Chelys Ltd. He was on the Court of the Bank of England and was Deputy Chairman of Asda Group plc.

Laura Wade-Gery (42) joined the Board on 4 August 2006. She is Chief Executive of Tesco.com and a Director of Tesco Personal Finance. Previously she was Group Strategy Director, Tesco plc. Prior to joining Tesco in 1997 Laura held positions with Gemini Consulting and Kleinwort Benson.

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

A committee of Non-Executive Directors met without me being present and reviewed my performance and commitment. I am pleased that they invited me to stand for re-election.

Vijay Vaghela (40) joined the Board in May 2003. Vijay Vaghela qualified as a chartered accountant and worked in private practice with Deloitte & Touche. He joined Mirror Group in 1994 as Internal Auditor. He was subsequently Group Treasurer and then director of Accounting and Treasury. He was appointed Group Finance Director in May 2003.

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 2008 Annual General Meeting or, if earlier, 10 August 2008, 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 97,707,984. Shares of 10p each, representing approximately 33.33% of the issued ordinary share capital of the Company as at 1 March 2007. 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 at 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 2008 Annual General Meeting or, if earlier, 10 August 2008. 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 £1,465,766 being approximately 5% of the issued ordinary share capital of the Company as at 1 March 2007. 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 29,315,326 Ordinary Shares. The authority would expire at the conclusion of the 2008 Annual General Meeting or, if earlier, on 10 August 2008. The Board intends to seek renewal of this power at subsequent annual general meetings.

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 1 March 2007) 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 Trinity Mirror 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 1 March 2007 was 6,864,976. This represents 2.34% of the issued 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 1 March 2007 would represent 2.6% of the reduced share capital.

Electronic communications: Resolution 11

The UK Companies Act 2006 introduced new provisions (which came into effect on 20 January 2007) dealing with, inter alia, company communications to shareholders and other provisions which facilitate communications in electronic form and by means of a website. The Financial Services Authority's new Disclosure and Transparency Rules (which also came into effect on 20 January 2007) and which apply to the Company, also require a shareholder resolution to be passed to enable the Company to convey information to shareholders electronically. The passing of Resolution 11 will give the Company more flexibility to supply notices, documents or information in electronic form and by means of a website, subject to the UK Companies Act 2006 and permit the Company to use electronic means to convey information pursuant to the Disclosure and Transparency Rules. The passing of Resolution 11 will, in particular, allow the Company to take advantage of the deemed consent provisions in relation to the use of a website for the supply of notices, documents or other information introduced in Part 4 of Schedule 5 to the UK Companies Act 2006. These changes will, inter alia, enable the Company to treat a shareholder as having consented to the supply of notices, documents or information by making them available on the Company's website where such shareholder has been asked individually by the Company to agree to the supply of notices, documents or other information in this manner and such shareholder has not responded to the Company's request within 28 days from when such request was sent. A shareholder may, if he or she wishes, elect to continue to receive all Company communications in hard copy form. Moreover, a shareholder may, in relation to a particular communication, request a hard copy form of that communication or, at any time, revoke his or her general agreement to be provided documentation in electronic form or by means of a website by delivering written notice of such revocation to the Company.

New Savings-Related Share Option Plan: Resolution 12

The resolution is to adopt a new Savings-Related Share Option Plan on similar terms to the Company's Savings-Related Share Option Scheme 1997 which ends on 23 April 2007. The main terms of the Plan are set out in the Appendix on pages 4 to 5.

Recommendation

Your Directors believe the resolutions referred to in this letter which are to be proposed at the AGM are 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 Ian Gibson CBE
Chairman

Appendix

Summary of the main terms of the Trinity Mirror Savings-Related Share Option Plan (The Plan)

The Plan will, if approved by shareholders, be submitted for approval by HM Revenue & Customs (HMRC) under Schedule 3 to the Income Tax (Earnings & Pensions) Act 2003 (Schedule 3). If approved by HMRC, special tax reliefs will be available for participants in the Plan. The Plan is a share option plan and will operate over Ordinary Shares issued by the Company. Options granted under the Plan will be linked to a Government approved savings contract. Participants are able to use the proceeds of their savings contract to buy Ordinary Shares when their option becomes exercisable. The Plan will be administered by the Board.

(a) Eligible employees

All United Kingdom resident employees of group companies participating in the Plan who have been employed for at least six months will be eligible to participate in the Plan. (The Board can set a qualifying period of employment of up to five years.) The Board may extend the Plan to employees of participating companies who do not meet these minimum eligibility requirements.

(b) Grant of options

The Board may send out invitations to eligible employees to participate in the Plan within three months following the date of approval of the Plan by HMRC and then 42 days after: the date on which the Company announces its annual or half-yearly results; the lifting of any restrictions preventing the sending of invitations in the period following the announcement of results imposed on the Company; any changes to Schedule 3 which affect the Plan; the issue of a new savings prospectus; or at any other time when the Board resolves that it is appropriate to grant options.

No consideration is payable for the grant of an option.

(c) Savings contract

An employee who applies for an option must also enter into an approved savings contract. Under this savings contract, the participant agrees to make monthly savings over a period of three (a three-year contract) or five years (a five-year contract). The monthly amount must not be less than £5 and cannot be more than the maximum amount specified in Schedule 3 (currently £250). The Board may set a lower amount. A tax free savings bonus will be paid when the savings contract matures. (This is broadly equivalent to interest over the savings period.) A participant may leave their savings in their savings account at the end of a five-year contract for another two years to receive an additional tax free savings bonus (a seven-year contract). Ordinary Shares may only be bought under the Plan on exercise of an option using an amount equal to the proceeds of this savings contract. The number of Ordinary Shares over which an option is granted is set by reference to the total proceeds from the savings contract on maturity. The total amount payable on exercise of an option will be the same as the total proceeds from the savings contract on maturity. The Board will decide each time the Plan is operated whether only three, five or seven-year contracts or a combination of all three should be made available.

(d) Exercise price

The price payable per Ordinary Share on exercise of an option is determined by the Board and must not be less than the higher of:

- (i) the nominal value of an Ordinary Share (if Ordinary Shares are to be subscribed); and
- (ii) 80% of the average middle-market quotation of an Ordinary Share taken from the Official List for the dealing day before the invitation date the Board may use the average of the quotations for the previous three dealing days or the market value of an Ordinary Share at such other time as agreed in advance with HMRC.

(e) Limits

Options will only be granted under the Plan if the aggregate number of Ordinary Shares issued and issuable under options granted under the Plan or under any other employees' share plans adopted by the Company in general meeting would not in any ten year period exceed 10 per cent of the Company's issued ordinary share capital.

(f) Exercise of options

A Participant may exercise their options within six months from maturity of the related savings contract (i.e. three, five or seven years after the date of entering into the savings contract.). If a participant stops being employed by the Trinity Mirror Group before the maturity of their savings contract by reason of: death; injury; disability; redundancy; retirement on reaching 60 or contractual retirement age; reaching 60 and in employment; or where the business by or the company in which the participants are employed is transferred out of the Group; for any other reason (but not gross misconduct) and the option has been held for at least three years, they may exercise their options within six months of leaving the Trinity Mirror Group. Special provisions apply on a takeover, reconstruction or winding-up of the Company.

(g) Tax benefits

When savings contracts mature, participants are eligible to receive a tax-free savings bonus. Participants may then exercise their options. If they exercise their options when the Plan is approved by HMRC the exercise of their options will not be subject to tax. They may pay capital gains tax if they subsequently sell their Ordinary Shares. The Plan is, therefore, a very simple but efficient way of introducing employees to share ownership.

(h) Ordinary Shares

Shares allotted and issued on the exercise of an option will have the same rights as existing Ordinary Shares except for any rights attached to Ordinary Shares by reference to a record date before the date of allotment. The Board will use its reasonable endeavours to obtain admission to the Official List for any Ordinary Shares allotted.

(i) Variation of share capital

On any variation of the share capital of the Company by way of capitalisation or rights issue, or by consolidation, sub-division or reduction of capital or otherwise, the Board may make appropriate adjustments to the exercise price or the number of Ordinary Shares under an option or to both as long as there is no increase in the exercise price or reduction below nominal value. No adjustment may be made without confirmation from the Company's auditors that the adjustment is fair and reasonable. An adjustment will only be effective once approved by HMRC.

(j) Amendments to the Plan

The Board may amend the Plan at any time in any respect but no amendments will be effective until approved by HMRC. 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 and the adjustment of options in the event of a variation of capital and to 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 Board may:

- (i) make any amendments necessary to secure or maintain approval by HMRC and to obtain or maintain favourable taxation, exchange control or regulatory treatment of the Company, any of its subsidiaries or any participant; and
- (ii) make minor amendments to benefit the administration of the Plan.

No amendment may be made to alter to the material disadvantage of any participant any rights already acquired by him without the consent of participants holding options over at least 75 per cent of the Ordinary Shares under option under the Plan.

(k) Term of the Plan

No options may be granted later than ten years after the date of adoption of the Plan. The Board may end the Plan on an earlier date. Any unexercised options will not be affected when the Plan term ends.

(l) 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 102nd Annual General Meeting of Trinity Mirror plc will be held at Hilton London Canary Wharf, South Quay, Marsh Wall, London, E14 9SH on 10 May 2007 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 12) and as special resolutions (in the case of resolutions 9-11 inclusive).

Ordinary resolutions

- 1 To receive the Directors' Report, Financial Statements and Auditors' Report for the 52 weeks ended 31 December 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 31 December 2006.
- 3 To declare a final dividend in respect of the 52 weeks ended 31 December 2006.
- 4 To re-appoint as a Director Sir Ian Gibson.
- 5 To re-appoint as a Director Laura Wade-Gery.
- 6 To re-appoint as a Director Vijay Vaghela.
- 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 10 August 2008), 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. References in this Resolution to the Act, or to sections of the Act, shall, where the context requires and where appropriate, include references to the Companies Act 2006 and any corresponding or similar sections of that Act, it being the intention that, to the extent permitted by law, the authorities and powers contained in this Resolution shall continue in full force and effect notwithstanding any repeal of the Act, or any relevant part or section thereof.

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 10 August 2008), 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.

References in this Resolution to the Act, or to sections of the Act, shall, where the context requires and where appropriate, include references to the Companies Act 2006 and any corresponding or similar sections of that Act, it being the intention that, to the extent permitted by law, the authorities and powers contained in this Resolution shall continue in full force and effect notwithstanding any repeal of the Act, or any relevant part or section thereof.

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 29,315,326;
- (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 10 August 2008) 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.

11 That the Company be authorised, subject to and in accordance with the provisions of the UK Companies Act 2006 to send, convey or supply all types of notices, documents or information to members by means of electronic equipment for the processing (including by means of digital compression), storage and transmission of data, using wires, radio optical technologies, or any other electromagnetic means, including by making such notices, documents or information available on a website.

Special business

12 To adopt a new Savings-Related Share Option Plan on similar terms to the Company's Savings-Related Share Option Plan 1997.

By Order of the Board

P A Vickers

Secretary

1 March 2007

Registered Office:

One Canada Square

Canary Wharf

London

E14 5AP

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' on line 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 8 May 2007. 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 8 May 2007 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 8 May 2007 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 Hilton London Canary Wharf, South Quay, Marsh Wall, London, E14 9SH from 10.30 am on 10 May 2007 until the conclusion of the Annual General Meeting.
- 6 A copy of the draft rules of the proposed 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 Hilton London Canary Wharf, South Quay, Marsh Wall, London, E14 9SH from 10.30am on 10 May 2007 until the end of the Annual General Meeting.
- 7 If the Chairman, as a result of any proxy appointments, is given discretion as to how the votes the subject of those proxies are cast and the voting rights in respect of those discretionary proxies, when added to the interests in the Company's securities already held by the Chairman, result in the Chairman holding such number of voting rights that he has a notifiable obligation under the FSA's Disclosure and Transparency Rules, the chairman will make the necessary notifications to the Company and the FSA. As a result, any member holding 3% or more of the voting rights in the Company who grants the Chairman a discretionary proxy in respect of some or all of those voting rights and so would otherwise have a notification obligation under the Disclosure and Transparency Rules, need not make a separate notification to the Company and the FSA.
- 8 As at the date of this document Trinity Mirror plc's issued share capital consists of 293,153,268 ordinary shares with a nominal value of 10 pence each with voting rights. Trinity Mirror plc does not hold any ordinary shares in Treasury.

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 10 May 2007, 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
“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

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