

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 2009 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 Wednesday 13 May 2009 at 11.30 am at the 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

11th March 2009

To the holders of Ordinary Shares

Dear Shareholder

INTRODUCTION

The 104th Annual General Meeting of the Company is to be held at 11.30 am on Wednesday 13 May 2009 at the 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 are items of special business contained in resolutions 6-11.

An explanation of the proposed resolutions is set out below.

Resolution 1: Report and accounts

The Directors present to Shareholders at the AGM the accounts for the previous financial year, on this occasion for the 52 weeks ended 28 December 2008, and the Directors' and Auditors' reports on those accounts.

Resolution 2: Remuneration policy

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.

Resolutions 3 and 4: Re-appointment of Sly Bailey and Laura Wade-Gery

In accordance with the articles of association, Sly Bailey and Laura Wade-Gery offer themselves for re-election and are recommended by the Board, for re-appointment as Directors.

Sly Bailey 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 Senior Independent Director and Remuneration Committee Chairman of EMI plc and a non-executive director of Littlewoods Plc. Currently she is a non-executive director on the Press Association Board and President of NewstrAid, a charity for the distribution and retail trade.

Laura Wade-Gery joined the Board in 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. Laura is a member of the Audit, Nomination and Remuneration Committees.

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

Resolution 5: Re-appointment and remuneration of auditors

Deloitte LLP'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 Directors to be authorised to fix the auditors' remuneration, which is also dealt with in this resolution.

Resolution 6: Authority to allot shares

The authority given to the Directors to allot further shares in the capital of the Company requires the prior authorisation of the Shareholders in general meeting under section 80 Companies Act 1985 (the "1985 Act"). Upon the passing of resolution 6(i), the Directors will have authority to allot shares up to a maximum of £8,503,782 which is approximately 33.33% of the current issued ordinary share capital as at 11 March 2009, being the latest practicable date before the publication of this document. This authority will expire immediately following the annual general meeting in 2010 or on 28 June 2010, whichever is the earlier.

In addition, in accordance with the recently updated guidance from the Association of British Insurers ("ABI") on the expectations of institutional investors in relation to the authority of directors to allot shares, upon the passing of Resolution 6(ii), the Directors will have authority to allot an additional number of ordinary shares up to a maximum of £17,007,563, which is approximately a further 33% of the current issued ordinary share capital as at 11 March 2009, being the latest practical date before the publication of this document. However, the Directors will only be able to allot those shares for the purposes of a rights issue in which the new shares are offered to existing Shareholders in proportion to their existing shareholdings. This authority will also expire immediately following the next annual general meeting in 2010 or on 28 June 2010, whichever is the earlier.

As a result, if resolution 6 is passed, the Directors could allot shares representing up to two-thirds of the current issued ordinary share capital pursuant to a rights issue. However, if the Directors do conduct a rights issue and the number of shares issued exceeds one-third of the issued ordinary 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 will all offer themselves for re-election at the annual general meeting following the decision to make the rights issue.

The Directors have no current plans to allot shares except in connection with the Company's employee share schemes.

Resolution 7: Disapplication of pre-emption rights

If the Directors wish to exercise the authority under resolution 6 and offer unissued shares (or sell any shares which the Company may purchase and elect to hold as treasury shares) for cash, the 1985 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. In certain circumstances, it may be in the best interests of the Company to allot new shares (or to grant rights over shares) for cash without first offering them to existing Shareholders in proportion to their holdings.

Resolution 7 would authorise the Directors to do this by allowing the Directors to allot shares for cash (i) by way of a rights issue (subject to certain exclusions), (ii) by way of an open offer or other offer of securities (not being a rights issue) in favour of existing Shareholders in proportion to their shareholdings (subject to certain exclusions) and (iii) to persons other than existing Shareholders up to an aggregate nominal value of £1,288,452 which is equivalent to approximately 5% of the issued ordinary share capital of the Company on 11 March 2009, being the latest practicable date prior to the printing of this document. The resolution also applies to the sale and re-issue of Ordinary Shares held as treasury shares by the Company.

If given, the authority will expire at the conclusion of the next annual general meeting in 2010 or on 28 June 2010, if earlier. The Directors intend to renew such power at successive annual general meetings.

The Directors have no current plans to allot shares, except in connection with the Company's employee shares schemes. In addition and in line with best practice, the Company has not issued more than 7.5% of its issued ordinary share capital on a non-pro-rata 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 in any rolling three year period without prior consultation with Shareholders.

As at 11 March 2009, the Company held no equity securities in treasury.

Resolution 8: Purchase of own shares

The resolution is to authorise the Company to buy back up to 25,769,036 Ordinary Shares. The authority would expire at the conclusion of the 2010 annual general meeting or, if earlier, 15 months following the resolution being passed. 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 11 March 2009) and the maximum and minimum prices at which they may be bought, exclusive of expenses, reflecting the requirements under the 1985 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 Companies (Acquisition of Own Shares) (Treasury Shares) Regulations 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 gives the Company the ability to re-issue treasury shares quickly and cost-effectively (including pursuant to the authority under resolution 7 above) 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 the resolution, 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.

During 2008, the Company repurchased and cancelled 33,791,214 shares for a value of £101.8 million. As at 28 December 2008, since the beginning of the original re-purchase programme in December 2007, a total of 35,538,817 shares have been purchased for cancellation for a value of £107.7 million.

The total number of options to subscribe for shares outstanding at 11 March 2009 was 4,427,099. This represents 1.72% 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 11 March 2009 would represent 1.91% of the reduced share capital.

Resolution 9: Political Donations

Part 14 of the Companies Act 2006 (the "2006 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 Company and its subsidiaries of £5,000 or less in any 12 month period will not be caught. It is the Company's policy not to make political donations and neither the Company nor any of its subsidiaries has any intention of making any direct political donation.

However, the 2006 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 2006 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 political donation.

As permitted under the 2006 Act, the resolution 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 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 in the period up to the Company's annual general meeting in 2010 or if earlier, 13 May 2010, provided that the aggregate amount of any such donations and expenditure within such period shall not exceed £75,000.

As required by the 2006 Act, the resolution is in general terms and does not purport to authorise particular donations.

Resolution 10: Notice period for General Meetings

The Shareholder Rights Directive is due to be implemented in August 2009. This Directive proposes that an extraordinary general meeting of shareholders can only be held with 14 days' notice where a resolution has been passed at the preceding annual general meeting to allow this, otherwise a minimum of 21 days' notice must be given. The Directors believe it is in the best interests of the Shareholders to preserve the shorter notice period (other than for annual general meetings) and accordingly are putting this resolution to the meeting. The Shareholder approval will be effective until the Company's next annual general meeting, when it is intended that a similar resolution will be proposed. The Company will also need to meet the requirements for electronic voting under the Directive before it can call a general meeting on 14 days' notice.

Resolution 11: Amendments to Articles of Association

The provisions regulating the operations of the Company are currently set out in the Company's memorandum and articles of association. The Company's memorandum contains, among other things, the objects clause which sets out the scope of the activities the Company is authorised to undertake. This is drafted to give a wide scope.

The 2006 Act reduces the constitutional significance of a company's memorandum. The 2006 Act provides that a memorandum will record only the names of subscribers and the number of shares each subscriber has agreed to take in the company. Under the 2006 Act the objects clause and all other provisions which are currently contained in a company's memorandum, for existing companies at 1 October 2009, will be deemed to be contained in a company's articles of association but the company can remove these provisions by special resolution.

Further the 2006 Act states that unless a company's articles provide otherwise, a company's objects are unrestricted. This abolishes the need for companies to have objects clauses. For this reason the Company is proposing to remove its objects clause together with all other provisions of its memorandum which, by virtue of the 2006 Act, are to be treated as forming part of the Company's articles of association as of 1 October 2009. Resolution 11 confirms the removal of these provisions for the Company. This resolution will only become effective on 1 October 2009. As the effect of this resolution will be to remove the statement currently in the Company's memorandum of association regarding limited liability, the new articles of association also contain an express statement regarding the limited liability of the Shareholders.

A copy of the new articles of association and a copy of the current articles of association marked to show changes being proposed by this resolution are available for inspection as noted on page 8, note 9 of this document. The remaining provisions of the 2006 Act are expected to come into force in October 2009. In addition, various regulations that relate to certain of these provisions have yet to be finalised. Consequently, it will be necessary for the Company to undertake a further review of its articles of association in due course in order to reflect these other provisions. As these further changes to the articles of association will be reasonably substantial in number, it is anticipated that the Company will adopt a new set of articles of association at its annual general meeting in 2010.

PROCEDURES AT THE AGM

Shareholders are permitted to appoint multiple proxies. A proxy form 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. Confusion has arisen in relation to the appointment of multiple corporate representatives. As arranged at the annual general meeting last year, I can confirm that we intend to follow the guidance of the Institute of Chartered Secretaries and Administrators ("ICSA") and adopt the Designated Corporate Representative ("DCR") methods and would encourage persons appointing corporate representatives to adopt "Option 1" under which the Chairman is appointed as the DCR. Further information is included in note 8 to this Notice of Meeting.

We have also decided to dispense with a vote by a show of hands and call a poll on each resolution. 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 SEA10846, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6ZL as soon as possible and in any event so as to be received not less than 48 hours before the time fixed for the Annual General Meeting.

If you do not have a proxy form and believe that you should have one, or if you require additional forms, please contact Equiniti on 0871 384 2235 (Please note calls to this number are charged at 8p per minute from a BT landline, other telephony providers' costs may vary). You may also submit your proxy electronically at www.sharevote.co.uk. The deadline for receipt of electronic proxies is not later than 11.30 am on 11 May 2009. Shareholders who hold their shares through CREST and who wish to appoint a proxy or proxies for the Annual General 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 AGM 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 AGM are in the best interests of the Company and the Shareholders as a whole and recommend Shareholders to vote in favour of them as each of your Directors intends to do in respect of his own beneficial holding.

Yours sincerely,
Sir Ian Gibson CBE
Chairman

Notice of Annual General Meeting

Notice is hereby given that the 104th Annual General Meeting of Trinity Mirror plc will be held at the Hilton London Canary Wharf, South Quay, Marsh Wall, London, E14 9SH on 13 May 2009 at 11.30 am to consider and, if thought fit, (and subject in the case of resolution 7 to the passing of resolution 6) pass the following resolutions which will be proposed as ordinary resolutions (in the case of resolutions 1-6 and 9) and as special resolutions (in the case of resolutions 7, 8, 10 and 11).

Ordinary business

- 1 To receive the Directors' Report, Financial Statements and Auditors' Report for the 52 weeks ended 28 December 2008.
- 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 28 December 2008.
- 3 To re-appoint Sly Bailey as a Director.
- 4 To re-appoint Laura Wade-Gery as a Director.
- 5 To re-appoint Deloitte LLP as auditors and to authorise the Directors to fix the auditors' remuneration.

Special business

- 6 (i) 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 80 Companies Act 1985 (the "1985 Act") to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80 of the 1985 Act) up to an aggregate nominal amount of £8,503,782, and further;
- (ii) THAT, in addition to the authority conferred by sub-paragraph (i) above, the Directors be and they are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot equity securities (within the meaning of section 94 of the 1985 Act) in connection with a rights issue in favour of holders of Ordinary Shares where the equity securities respectively attributable to the interests of all such holders are proportionate (as nearly as may be) to the respective numbers of Ordinary Shares held by them (but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements or any legal or practical problems under the laws of, or the requirements of any regulatory body or any stock exchange in, any territory or by virtue of shares being represented by depositary receipts or otherwise howsoever) up to an aggregate nominal amount of £17,007,563;

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 after the passing of this resolution or 28 June 2010, whichever is the earlier, save that the Company may before such expiry make an offer or agreement which would or might require relevant securities or equity securities (as the case may be) to be allotted after such expiry and the Directors may allot relevant securities or equity securities (as the case may be) in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

- 7 THAT, subject to the passing of resolution 6 above and in substitution for all subsisting authorities to the extent unused, the Directors be and they are hereby empowered, pursuant to section 95 of the 1985 Act, to allot equity securities (within the meaning of section 94 of the 1985 Act) for cash, as if section 89(1) of the 1985 Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:
 - (i) pursuant to the authority conferred by sub-paragraph (i) and/or sub-paragraph (ii) of resolution 6 above, in connection with an offer of such securities by way of a rights issue in favour of holders of Ordinary Shares where the equity securities respectively attributable to the interests of all such holders are proportionate (as nearly as may be practicable) to their respective holdings of Ordinary Shares (but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements or any legal or practical problems under the laws of, or the requirements of any regulatory body or any stock exchange in, any territory or by virtue of shares being represented by depositary receipts or otherwise howsoever);
 - (ii) pursuant to the authority conferred by sub-paragraph (i) of resolution 7 above, in connection with an open offer or other offer of securities (not being a rights issue) in favour of holders of Ordinary Shares where the equity securities respectively attributable to the interests of all such holders are proportionate (as nearly as may be practicable) to their respective holdings of Ordinary Shares (but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements or any legal or practical problems under the laws of, or the requirements of any regulatory body or any stock exchange in, any territory or by virtue of shares being represented by depositary receipts or otherwise howsoever); and
 - (iii) otherwise than pursuant to sub-paragraphs (i) and (ii) above, up to an aggregate nominal amount of £1,288,452,

and shall expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution or 28 June 2010, whichever is the earlier, except that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

8 THAT the Company is hereby generally and unconditionally authorised, pursuant to and in accordance with section 166 of the 1985 Act, to make market purchases (within the meaning of section 163(3) of the 1985 Act) of Ordinary Shares 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 Ordinary Shares hereby authorised to be purchased is 25,769,036;
- (b) the minimum price which may be paid for each Ordinary Share is 10p exclusive of expenses;
- (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 closing middle market price for an Ordinary Share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the date; and
 - (ii) that stipulated by Article 5(1) of the Buy-Back and Stabilisation Regulation 2003 (EC 2273/2003);
- (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 (or, if earlier, on 13 August 2010) 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 contract.

9 THAT in accordance with sections 366 and 367 of the Companies Act 2006 (the "2006 Act"), the Company and all companies that are 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 on the date of the annual general meeting of the Company to be held in 2010 or, if earlier, 13 May 2010, 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 2006 Act.

10 THAT a general meeting (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.

11 THAT with effect from 00.01 am on 1 October 2009:

- (i) the articles of association of the Company be amended by deleting all the provisions of the Company's memorandum of association which, by virtue of section 28 of the 2006 Act, are to be treated as provisions of the Company's articles of association; and
- (ii) the articles of association of the Company produced to the meeting and initialled by the Chairman of the meeting for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

By Order of the Board
P A Vickers
 Secretary
 11th March 2009

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

Notes:

Shareholders entitled to attend and vote

1. A holder 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 of the Uncertificated Securities Regulations 2001, the Company specifies that only those Shareholders registered in the register of members of the Company as at 6.00 pm on 11 May 2009 shall be entitled to attend or vote at the AGM in respect of the number of Ordinary Shares registered in their name at that time. Changes to entries on the relevant register of securities after 6.00 pm on 11 May 2009 shall be disregarded in determining the rights of any person to attend or 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, 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.
4. Members are entitled to appoint a proxy in respect of some or all of their Ordinary Shares. Members are also entitled to appoint more than one proxy. A space has been included on the form of proxy to allow members to specify the number of Ordinary 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 Ordinary Shares.
5. 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 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 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 11.30 am on 11 May 2009. Please note that any electronic communication found to contain a computer virus will not be accepted.

Electronic proxy appointment through CREST

6. 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 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. 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 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 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.

Nominated Persons

7. The right to appoint a proxy does not apply to persons who have been nominated by a Shareholder to enjoy rights under section 145 of the Companies Act 2006 (a 'Nominated Person'). 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.

Voting by corporate representatives

8. In order to facilitate voting by corporate representatives at the meeting, arrangements will be put in place at the meeting, so that
 - (i) If a corporate shareholder has appointed the Chairman of the meeting as its corporate representative to vote on a poll in accordance with the directions of all of the other corporate representatives for that shareholder at the meeting, then on a poll those corporate representatives will give voting directions to the Chairman and the Chairman will vote (or withhold a vote) as corporate representative in accordance with those directions; and
 - (ii) If more than one corporate representative for the same corporate shareholder attends the meeting but the corporate shareholder has not appointed the Chairman of the meeting as its corporate representative, a designated corporate representative will be nominated, from those corporate representatives who attend, who will vote on a poll and the other corporate representatives will give voting directions to that designated corporate representative.

Corporate shareholders are referred to the guidance issued by the Institute of Chartered Secretaries and Administrators on proxies and corporate representatives (www.icsa.org.uk) for details of this procedure. The guidance includes a sample form of appointment letter if the Chairman is being appointed as described in (i) above.

Documents available for inspection

9. Copies of all Directors' services agreements and a copy of the proposed new articles of association of the Company, and a copy of the existing articles of association marked to show the changes being proposed will be available for inspection at any time during normal business hours on any weekday (Saturdays, Sundays and Bank Holidays excluded) at the registered office, One Canada Square, London E14 5AP until the date of the AGM. 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 13 May 2009 until the conclusion of the Annual General Meeting.
10. As at 11 March 2009 being the last practicable date prior to publication of this notice, Trinity Mirror's issued share capital consists of 257,690,355 ordinary shares with a nominal value of 10 pence each with voting rights. Trinity Mirror does not hold any Ordinary Shares in Treasury.
11. 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).
12. At the Annual General Meeting on 13 May 2009, the votes will be taken by a poll rather than a show of hands and the results will be released to the London Stock Exchange and published on the Company's website www.trinitymirror.com.

Glossary

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

"AGM" or "Annual General Meeting"	means the Annual General Meeting of the Company to be held on 13 May 2009, 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 an ordinary share of 10p each in the capital of the Company
"Shareholders"	means holders of Ordinary Shares

Trinity Mirror plc
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