

Trinity Mirror plc

Explanatory Notes

- 1

Only holders of ordinary shares, or their duly appointed representatives, are entitled to attend and vote at the meeting. A member so entitled may appoint (a) proxy(ies), who need not be (a) member(s), to exercise all or any of his/her rights to attend and to speak and vote on his/her behalf.
- 2

You can appoint the Chairman of the meeting or anyone else to be your proxy at the AGM. You can also, if you wish, appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you.
- To appoint more than one proxy, you should photocopy the Form of Proxy. Please indicate, in the box below the proxy holder's name, the number of shares in relation to which you authorise them to act as your proxy. Please also indicate by marking the box on the Form of Proxy if the proxy instruction is one of multiple instructions being given. All Forms of Proxy must be signed and should be returned to the Company's registrar, Equiniti.

• To appoint the Chairman as your sole proxy in respect of all of your shares, fill in any voting instructions and sign and date the Form of Proxy, but leave all other proxy appointment details blank.

• To appoint a single proxy in respect of all your shares other than the Chairman, cross out only the words 'the Chairman of the meeting' and insert the name and address of your proxy (who need not be a member of the Company).

Then complete the rest of the Form of Proxy, but leave all other proxy appointment details blank.

3 The Form of Proxy gives your proxy or proxies full rights to attend, speak and vote. If you wish to restrict the rights of your proxies, please cross out either or both of the words 'speak' or 'vote' as you feel appropriate where indicated by an asterisk.

4

If the Form of Proxy is signed by someone else on your behalf, their authority to sign must be returned with the Form of Proxy. In the case of a joint holding, any holder may sign. If the shareholder is a corporation, the form must be executed under its common seal or signed by an officer, attorney or other person duly authorised by the corporation.

5

To be entitled to vote at the meeting (and for the purpose of determining the number of votes you may cast) you must be entered on the Company's register of members at 6.30 p.m. on 1 May 2018 or, if the meeting is adjourned, you must be entered on the register at 6.30 p.m. two days prior to the date of any adjourned meeting.

6

Full details of the resolutions to be proposed at the AGM, with explanatory notes, are set out in the enclosed Notice of AGM.

7

Please indicate with an 'X' in the boxes provided how you wish your vote to be cast. Unless otherwise instructed, the person appointed as proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on any particular resolution and on any other business (including amendments to resolutions and any procedural business), which may come before the meeting.

8

If you appoint multiple proxies and wish to give them separate instructions to vote or abstain from voting, please indicate how you wish each proxy to vote or abstain from voting by writing in each appropriate box the name of the proxy and the number of shares to be voted or withheld from voting by him or her.

9

The 'Withheld' option on the Form of Proxy is provided to enable you to abstain on any particular resolution. However, a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes 'For' and 'Against' a resolution.

10

Any alterations to this Form of Proxy should be initialed.

11

If you complete and return the Form of Proxy this will not prevent you from attending in person and voting at the meeting should you subsequently decide to do so.

12

A corporation must seal the Form of Proxy or have it signed by an officer or attorney in person, and voting at the meeting be carried out by an officer or attorney in person should you subsequently decide to do so.

13

In the case of joint holders, only one need sign this Form of Proxy, but the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.

14

Please return the Proxy Form in the reply paid envelope provided. If you return the form in a different envelope please use the following address: Equiniti, Aspect House, Spencer Road, Lancing, BN99 6DA.

15

Electronic Proxy Appointment ('EPA') is available for this meeting. To use this facility you must visit www.sharevote.co.uk where details of the procedure are shown. The Voting ID, Task ID and shareholder reference number shown overlaid will be required to complete the procedure. The EPA will not be valid if received after 11.30 a.m. on Tuesday, 1 May 2018 and will not be accepted if found to contain a computer virus.

16

The CREST electronic proxy appointment service is available for this meeting. To use this service CREST members should transmit a CREST proxy instruction, using the procedures described in the CREST manual, so as to reach the Company's registrar, Equiniti, CREST participant ID RA19 by no later than 11.30 a.m. on 1 May 2018.
- Explanatory notes relating to Shareholder Communications
- 1

If you select Option 1, please visit www.shareview.co.uk, register for a Shareview portfolio and select 'electronic' as your preferred method of delivery of the Company's communications. The terms and conditions of the Shareview service are available online at www.shareview.info/terms

2

If you select Option 2, you do not need to return this form.

3

If you select Option 3, you will receive a paper copy of shareholder documents, including the Annual Report and Notice of AGM.

4

The Company's Annual Report and Notice of AGM will be available for viewing on the Company's website at www.trinitymirror.com

5

The reply paid envelope may be used to return both this form and the Form of Proxy. If posted outside the United Kingdom, you will need to pay the postage.

6

Notwithstanding any election, the Company may, at its sole and absolute discretion, send any shareholder documents in paper copy.

7

You have the right to request a paper copy of any shareholder document or change your election at any time by contacting the Company's Registrar, Equiniti, on 0371 384 2235 (for calls made from the UK. Lines open 8.30am to 5.30pm, Monday to Friday excluding UK public holidays) or +44 (0) 121 415 7047 (for calls made from outside the UK).
- Please tear along dotted line
- Trinity Mirror plc
- Admission Card
- Please detach and retain this section. Do not post with Proxy Form

2018 Annual General Meeting ('AGM') of Trinity Mirror plc to be held at Museum of London Docklands, No.1 Warehouse, West India Quay, London E14 4AL on Thursday, 3 May 2018 at 11.30 a.m.

If you wish to attend the meeting

Please bring this card with you as evidence of your right to attend and vote.

If you are unable to attend the meeting

You may appoint a proxy: by post (please detach the Proxy Form, fill it in, sign it, and send it to Equiniti in the reply paid envelope provided), electronically at www.sharevote.co.uk; or, CREST participants may lodge proxy appointments via CREST. Further information on appointing a proxy is provided overlaid in the Explanatory Notes. **Please note the deadline for receiving proxy appointments is 11.30 a.m. on Tuesday, 1 May 2018.**
-
- Address
- Museum of London Docklands, No.1 Warehouse, West India Quay, London E14 4AL.
- Public Transport
- Underground
Canary Wharf station on the Jubilee Line
(approx. 5–10 mins walk).
West India Quay,
Buses
D3, D7, D8, 277, D6, 15, 115, 135
- AGM schedule
- 10.30 a.m. Registration desks open. Refreshments will be available.
11.30 a.m. The AGM starts and will be held in the Wilberforce Theatre.
- Security
- Cameras, telephones, other mobile devices, tape recorders and video cameras cannot be used in the meeting. It is a condition of entry to the meeting that all bags and packages will be subject to random search.

Notice of Availability

2017 Annual Report and Accounts and Notice of 2018 Annual General Meeting

Important – please read carefully

The 2017 Report and Accounts and Notice of 2018 Annual General Meeting of Trinity Mirror plc are now available on the Company's website:

www.trinitymirror.com

Shareholder Communications

Shareholder Reference Number

The purpose of this form is to ask how you would like to receive shareholder communications in future. Please choose one of the following options:

Option 1

To receive email notifications when shareholder documents are available on our website at www.trinitymirror.com

Register at www.shareview.co.uk

Option 2

To receive written notifications by post when shareholder documents are available on our website at www.trinitymirror.com

No action required

Option 3

To continue to receive paper shareholder documents through the post

Tick box and return this form to our Registrar, Equiniti, in reply paid envelope provided

Please see explanatory notes for further information.

If we do not hear from you by 23 April 2018, you will be deemed to have agreed to receive shareholder documents via our website (Option 2).

Signature

Date

0625-042-S

Please tear along dotted line

Date

Signed

Please mark this box ☐ if signing on behalf of the shareholder as Power of Attorney, Receiver, or Third Party. In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised. This card should not be used for any comments, change of address or other queries. Please send separate instruction.

1 Receive the audited Report and Accounts for the 52 weeks ended 31 December 2017 together with the Directors' and Auditors' Reports

2 Approve the Annual Remuneration Report

3 Declare a final dividend of 3.55 pence per ordinary share

4 To elect Mr Nick Prettejohn as a director

5 To re-elect Mr Simon Fox as a director

6 To re-elect Mr Lee Ginsberg as a director

7 To re-elect Mr Steve Hatch as a director

8 To re-elect Dr David Kelly as a director

9 To re-elect Ms Helen Stevenson as a director

10 To re-elect Ms Olivia Streetfield as a director

11 To re-elect Mr Vijay Vaghela as a director

12 Re-appoint Deloitte LLP as auditor

13 Authorise the Audit & Risk Committee acting on behalf of the directors to determine remuneration of the auditor

14 Authority to allot shares

15 Disapplication of pre-emption rights†

16 Further disapplication of pre-emption rights†

17 Authority for the Company to purchase own shares†

18 Authority under Part 14 of the Companies Act 2006 to make political donations

19 Notice period for general meetings other than annual general meetings†

20 The name of the Company be changed to Reach plc†

2018 Annual General Meeting of Trinity Mirror plc to be held at Museum of London Docklands, No.1 Warehouse, West India Quay, London E14 4AL on Thursday, 3 May 2018 at 11.30 a.m.

0625-039-S

Proxy Form

Trinity Mirror plc

I/WE HEREBY APPOINT the Chairman of the meeting OR the following person in respect of all my shares:

Number of shares the proxy is appointed over:

to be my/our proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the Annual General Meeting of Trinity Mirror plc to be held at 11.30 a.m. on Thursday, 3 May 2018 and at any adjournment thereof. I appoint my/our proxy to attend, speak and vote in the manner indicated below (see Note 3 overleaf).

☐ Please indicate here with an 'X' if this Form of Proxy is one of multiple instructions being given; please refer to Note 2 overleaf.

Voting ID

Task ID

Shareholder reference number