

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS  
DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS**

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR 3.14R(1)*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes should in block capital letters.

|    |   |     |  |
|----|---|-----|--|
| 1. | Name of the <i>issuer</i><br><br><b>PEARSON PLC</b>   | 2.  | State whether the notification relates to (i) a transaction notified in accordance with <i>DR 3.1.4R(1)(a)</i><br><br>(ii) <i>DR 3.1.4(R)(1)(b)</i> a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or<br><br>(iii) both (i) and (ii)<br><br><b>BOTH (i) AND (ii)</b> |
| 3. | Name of <i>person discharging managerial responsibilities/director</i><br><br><b>GLEN MORENO<br/>(CHAIRMAN)</b>   | 4.  | State whether notification relates to a <i>person</i> connected with a <i>person discharging managerial responsibilities/director</i> named in 3 and identify the <i>connected person</i><br><br><b>N/A</b>  |
| 5. | Indicate whether the notification is in respect of a holding of the <i>person</i> referred to in 3 or 4 above or in respect of a non-beneficial interest <sup>1</sup><br><br><b>HOLDING</b> | 6.  | Description of <i>shares</i> (including <i>class</i> ), debentures or derivatives or financial instruments relating to <i>shares</i><br><br><b>AMERICAN DEPOSITORY RECEIPTS (ADRs)</b>   |
| 7. | Name of registered shareholder(s) and, if more than one, the number of <i>shares</i> held by each of them<br><br><b>GLEN MORENO</b>   | 8.  | State the nature of the transaction<br><br><b>PURCHASE OF ADRs</b>   |
| 9. | Number of <i>shares</i> , debentures or financial instruments relating to <i>shares</i> acquired<br><br><b>10,000</b>   | 10. | Percentage of issued <i>class</i> acquired ( <i>treasury shares</i> of that <i>class</i> should not be taken into account when calculating percentage)<br><br><b>0.00124%</b>  |

|     |   |     |   |
|-----|---|-----|---|
| 11. | Number of <i>shares</i> , debentures or financial instruments relating to <i>shares</i> disposed <b>N/A</b>   | 12. | Percentage of issued <i>class</i> disposed ( <i>treasury shares</i> of that <i>class</i> should not be taken into account when calculating percentage) <b>N/A</b> |
| 13. | Price per <i>share</i> or value of transaction<br><b>\$12.84</b>  | 14. | Date and place of transaction<br><b>27 JUNE 2006 USA</b>  |
| 15. | Total holding following notification and total percentage holding following notification (any <i>treasury shares</i> should not be taken into account when calculating percentage)<br><b>110,000 ADRs 0.01367 %</b> | 16. | Date issuer informed of transaction<br><b>27 JUNE 2006</b>  |

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

|     |  |     |   |
|-----|--|-----|---|
| 17. | Date of grant<br><b>N/A</b>  | 18. | Period during which or date on which it can be exercised<br><b>N/A</b>  |
| 19. | Total amount paid (if any) for grant of the option<br><b>N/A</b>   | 20. | Description of <i>shares</i> or debentures involved ( <i>class</i> and number)<br><b>N/A</b>                          |
| 21. | Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise<br><b>N/A</b> | 22. | Total number of <i>shares</i> or debentures over which options held following notification<br><b>N/A</b>              |
| 23. | Any additional information<br><b>N/A</b>   | 24. | Name of contact and telephone number for queries: <b>JENNIFER BURTON, ASSISTANT COMPANY SECRETARY, 020 7010 2256.</b> |

**Name and signature of duly authorised officer of issuer responsible for making notification**

**JENNIFER BURTON**

**ASSISTANT COMPANY SECRETARY**

**Date of notification** 28 JUNE 2006