

**Pearson plc – (the “Company”)
Notification of Directors’ Interests**

Long-term Incentive Plan (“LTIP”) - Restricted Share Awards Granted in 2003

The terms of the LTIP awards granted in 2003 required the Company’s share price to be maintained at £9.00 or above for 20 consecutive trading days by 26 September 2010, in order for a one-sixth tranche of the shares awarded to vest.

This condition was met on 25 March 2010 and the following table sets out the number of shares released to directors on 29 March 2010 under the 2003 LTIP awards. The LTIP rules require that sufficient shares are sold to discharge the PAYE income tax liability on the shares released. The shares set out in the third column below were sold on 29 March 2010 on the London Stock Exchange at a price of £10.44 per share, leaving the after-tax number of shares set out in the final column below.

Name of Director	Shares Released	Shares Sold to discharge tax liabilities	Shares Retained
Rona Fairhead	16,480	6,757	9,723
John Makinson	16,480	6,757	9,723
Marjorie Scardino	24,040	9,616	10,424*

* 4,000 shares were gifted immediately on release leaving a total of 10,424 shares retained.

Interests of the Directors

As a result of the above transactions, the executive directors are interested in the following shares (excluding shares to which they are notionally entitled or may become entitled, subject to the satisfaction of any relevant conditions, under the Company’s employee share plans):

Name of Director	Number of Shares	% of Capital
Rona Fairhead	387,502	0.04775
John Makinson	566,715	0.06984
Marjorie Scardino	1,113,519	0.13722

This notification is made in accordance with DTR 3.1.2R and LR9.8.6R(1).