

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

Annual Bonus Share Matching Plan (“ABSMP”)

On 6 June 2011, participants became entitled to ordinary shares in the Company under the rules of the Annual Bonus Share Matching Plan (the “Plan”). Under the Plan, participants who invest their after-tax bonus in shares become entitled to “matching shares” on a one-for-one basis if a three-year corporate performance target is met.

The ABSMP rules require that sufficient shares are sold to discharge the PAYE income tax liability on the shares released. The shares set out in the second column below were sold on 6 June 2011 at a price of £11.37 per share, leaving the after-tax number of shares set out in the final column below.

Name of Director	Number of Shares Sold	Number of Shares Retained
Marjorie Scardino	57,338	57,336
Robin Freestone	22,610	20,869

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
Marjorie Scardino	1,334,732	0.16410%
Robin Freestone	287,986	0.03541%

This notification is made in accordance with DTR 3.1.4R.