

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

**Annual Bonus Share Matching Plan**

On 12 April 2011, participants became entitled to ordinary shares in the Company under the rules of the Annual Bonus Share Matching Plan (“ABSMP”) (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 five-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 12 April 2011 at a price of 1086p per share, leaving the after-tax number of shares set out in the final column below.

<b>Name of Director</b>	<b>Number of Shares Sold</b>	<b>Number of Shares Retained</b>
Rona Fairhead	8515	7858
Robin Freestone	1817	1676

**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):

<b>Name of Director</b>	<b>Number of Shares</b>	<b>% of Capital</b>
Rona Fairhead	402,303	0.04947
Robin Freestone	247,406	0.03042

This notification is made in accordance with DTR 3.1.2R and LR 9.8.6R(1).