

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

**Long-Term Incentive Plan (“LTIP”) – 2014 Release**

In 2001, the Company established the Pearson Long-Term Incentive Plan (the “LTIP”). Its purpose is to link management’s long-term reward with Pearson’s financial performance and returns to shareholders. Since 2006, the annual LTIP awards have been based around three performance measures: relative total shareholder return, return on invested capital and earnings per share growth.

**Restricted Share Awards Granted in 2011**

Under the terms of the LTIP, all shares that vest are released to participants three years after an award is granted, providing that the participant is still employed by the Company.

The following table sets out the number of shares released to PDMRs on 8 August 2014 under the 2011 LTIP awards, as notified to the Company on 11 August 2014. The LTIP rules require that sufficient shares are sold to discharge the tax liability arising on the shares released, and certain participants requested additional shares to be sold on their behalf. The shares set out in the third and fourth columns below were sold on 8 August 2014 at an average price of 1106.84p per share, with the number of shares or American Depositary Receipts (ADRs) set out in the final column below being retained by the PDMRs.

<b>Name of PDMR</b>	<b>Shares Released</b>	<b>Shares sold to discharge tax liabilities</b>	<b>Additional shares sold</b>	<b>Shares/ADRs Retained</b>
Roderick Bristow	19,312	9,077	0	10,235 ordinary shares
Timothy Bozik	34,080	17,364	0	16,716 ADRs
Douglas Kubach	34,080	16,427	17,653	0 ADRs
Donald Kilburn	23,856	7,766	16,090	0 ADRs

**Interests of the PDMRs**

As a result of the above transactions, the PDMRs 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 PDMR</b>	<b>Number of Shares/ADRs</b>	<b>% of Capital</b>
Roderick Bristow	83,123	0.01014%
Timothy Bozik	16,716	0.00204%
Douglas Kubach	10	0.00000%
Donald Kilburn	2,206	0.00027%