

**Pearson plc – (the “Company”)**

**Notification of PDMR Transaction in Shares**

The table below sets out the number of shares released to Sir Michael Barber on 16 September 2014 under the Company’s Long-Term Incentive Plan (“LTIP”). The LTIP rules require that sufficient shares are sold to discharge the tax liability arising on the shares released. The shares set out in the second column below were sold to cover the tax liability on 16 September 2014 at an average price of 1230 pence per share, with the number of shares set out in the third column below being retained by Sir Michael.

As a result of this transaction, Sir Michael is interested in the shares set out in the fourth column below (excluding any shares to which he is notionally entitled or may become entitled, subject to the satisfaction of any relevant conditions, under the Company’s employee share plans):

<b>Shares Released</b>	<b>Shares sold to discharge tax liabilities</b>	<b>Shares Retained</b>	<b>Total interest following transaction</b>	<b>% of Capital held following transaction</b>
34,170	16,177	17,993	17,993	0.00219%