

**NOTIFICATION OF MAJOR INTEREST IN SHARES**

|  |   |
|--|---|
| <b>1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:</b>  | <b>Pearson plc</b>                            |
| <b>2. Reason for the notification</b> (please tick the appropriate box or boxes):  |   |
| An acquisition or disposal of voting rights  | <input checked="" type="checkbox"/>           |
| An acquisition or disposal of qualifying financial instruments which may result in the acquisition of shares already issued to which voting rights are attached. | <input type="checkbox"/>                      |
| An acquisition or disposal of instruments with similar economic effect to qualifying financial instruments   | <input type="checkbox"/>                      |
| An event changing the breakdown of voting rights   | <input type="checkbox"/>                      |
| Other (please specify):  | <input type="checkbox"/>                      |
| <b>3. Full name of person(s) subject to the notification obligation:</b>   | <b>Schroders plc</b>                          |
| <b>4. Full name of shareholder(s)</b><br>(if different from 3.):   | <b>Schroder Investment Management Limited</b> |
| <b>5. Date of the transaction and date on which the threshold is crossed or reached:</b>   | <b>2 December 2015</b>                        |
| <b>6. Date on which issuer notified:</b>   | <b>3 December 2015</b>                        |
| <b>7. Threshold(s) that is/are crossed or reached:</b>   | <b>Above 5%</b>                               |

**8. Notified details:**

**A: Voting rights attached to shares**

| Class/type of shares<br><br>if possible using the ISIN CODE | Situation previous to the triggering transaction |                         | Resulting situation after the triggering transaction |                         |            |                    |          |
|---|--|-------------------------|--|-------------------------|------------|--------------------|----------|
|   | Number of Shares                                 | Number of Voting Rights | Number of shares                                     | Number of voting rights |            | % of voting rights |          |
|   |  |                         |  | Direct                  | Indirect   | Direct             | Indirect |
| Ordinary shares<br>GB0006776081                             | Below 5%   | Below 5%                | 43,233,562   | N/A                     | 42,151,560 | N/A                | 5.134%   |

**B: Qualifying Financial Instruments**

| Resulting situation after the triggering transaction |                 |                             |   |                    |
|--|-----------------|-----------------------------|---|--------------------|
| Type of financial instrument                         | Expiration date | Exercise/ Conversion Period | Number of voting rights that may be acquired if the instrument is exercised/ converted. | % of voting rights |
| N/A  | N/A             | N/A                         | N/A   | N/A                |

**C: Financial Instruments with similar economic effect to Qualifying Financial Instruments**

| Resulting situation after the triggering transaction |                |                 |                             |  |                    |       |
|--|----------------|-----------------|-----------------------------|--|--------------------|-------|
| Type of financial instrument                         | Exercise price | Expiration date | Exercise/ Conversion period | Number of voting rights instrument refers to | % of voting rights |       |
| N/A  | N/A            | N/A             | N/A                         | N/A  | Nominal            | Delta |
|  |                |                 |                             |  | N/A                | N/A   |

**Total (A+B+C)**

| Number of voting rights | Percentage of voting rights |
|-------------------------|-----------------------------|
| 42,151,560              | 5.134%                      |

| <b>9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:</b> |            |        |
|--|------------|--------|
| Schroder Investment Management Limited   | 42,151,560 | 5.134% |

| <b>Proxy Voting:</b>  |     |
|---|-----|
| <b>10. Name of the proxy holder:</b>                                    | N/A |
| <b>11. Number of voting rights proxy holder will cease to hold:</b>     | N/A |
| <b>12. Date on which proxy holder will cease to hold voting rights:</b> | N/A |

|                                      |  |
|--------------------------------------|--|
| <b>13. Additional information:</b>   | This notification is being made based on the legal entity position exceeding 5%. Schrodgers Plc's position remains as per the previous disclosure. The shares referred to in section 9 are held in portfolios managed by those firms on a discretionary basis for clients under investment management agreements. This disclosure has been calculated based on issue share capital amount 821,066,980. |
| <b>14. Contact name:</b>             | Chloe Talbot   |
| <b>15. Contact telephone number:</b> | +44 207 658 6000   |

Natalie Dale  
Assistant Company Secretary  
Pearson plc

4 December 2015