

**Pearson plc**  
(the "Company")

**Results of Annual General Meeting 2016**

At the Annual General Meeting of the Company held on 29 April 2016 all of the resolutions proposed in the Notice of Annual General Meeting dated 23 March 2016 were duly passed by shareholders by means of a poll vote with the exception of resolution 19.

The total number of votes received for each resolution is set out below. The Company's issued share capital on 27 April 2016 was 821,631,463 ordinary shares of 25p each. The proportion of the Company's issued share capital represented by those votes cast is approximately 76.02%.

| <b>Resolution No. (as noted on the proxy form)</b> | <b>Shares For and Discretionary</b> | <b>Shares Against</b> | <b>Shares marked as Votes Withheld/ Abstentions*</b> |
|--|-------------------------------------|-----------------------|--|
| 1. To receive the 2015 report and accounts         | 624,428,794                         | 89,917                | 151,109  |
| 2. To declare a final dividend                     | 624,513,964                         | 50,523                | 105,333  |
| 3. To elect Sidney Taurel                          | 620,023,548                         | 4,400,570             | 245,702  |
| 4. To elect Lincoln Wallen                         | 624,072,010                         | 341,977               | 255,833  |
| 5. To elect Coram Williams                         | 621,930,106                         | 2,493,857             | 245,857  |
| 6. To re-elect Elizabeth Corley                    | 623,507,997                         | 931,329               | 230,494  |
| 7. To re-elect Vivienne Cox                        | 619,396,541                         | 5,046,416             | 226,863  |
| 8. To re-elect John Fallon                         | 623,709,977                         | 799,537               | 160,306  |
| 9. To re-elect Josh Lewis                          | 624,037,267                         | 395,152               | 237,401  |

|   |             |             |            |
|---|-------------|-------------|------------|
| 10. To re-elect Linda Lorimer                           | 619,490,004 | 4,948,296   | 231,520    |
| 11. To re-elect Harish Manwani                          | 545,411,705 | 39,769,944  | 39,488,171 |
| 12. To re-elect Tim Score                               | 618,807,672 | 5,632,372   | 229,776    |
| 13. To approve the annual remuneration report           | 562,809,279 | 61,245,352  | 615,189    |
| 14. To reappoint the auditors                           | 598,981,950 | 25,144,930  | 542,940    |
| 15. To determine the remuneration of the auditors       | 606,729,609 | 17,779,619  | 160,592    |
| 16. To authorise the company to allot ordinary shares   | 563,337,039 | 61,062,026  | 270,755    |
| 17. To waive the pre-emption rights                     | 526,953,958 | 58,232,237  | 39,483,625 |
| 18. To authorise the company to purchase its own shares | 616,976,559 | 7,468,474   | 224,787    |
| 19. Requisitionists' resolution**                       | 14,016,634  | 578,510,587 | 32,908,629 |

\* Votes withheld are not legal votes.

\*\* Discretionary votes have been added to the Against column, in respect of resolution 19

Resolution 19 was proposed by a group of shareholders supporting the American Federation of Teachers and called for a review of our business strategy. The Pearson board gave this resolution due consideration but recommended that shareholders vote against the resolution. For more information, visit our website at <https://www.pearson.com/getthefacts.html>