

PEARSON PLC  
Form 6-K  
May 06, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934

For the month of May 2014

PEARSON plc  
(Exact name of registrant as specified in its charter)

N/A

(Translation of registrant's name into English)

80 Strand  
London, England WC2R 0RL  
44-20-7010-2000  
(Address of principal executive office)

Indicate by check mark whether the Registrant files or will file annual reports  
under cover of Form 20-F or Form 40-F:

Form 20-F  X

Form 40-F

Indicate by check mark whether the Registrant by furnishing the information  
contained in this Form is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934

Yes

No  X

NOTIFICATION OF TRANSACTIONS OF DIRECTORS/PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY AND CONNECTED PERSONS

All relevant boxes should be completed in block capital letters.

- |  |  |
|--|--|
| <p>1. Name of the issuer<br/>PEARSON PLC</p>   | <p>2. State whether the notification relates to (i) a transaction notified in accordance with DTR 3.1.2R; (ii) a disclosure made in accordance with LR 9.8.6R(1); or (iii) a disclosure made in accordance with section 793 of the Companies Act 2006.<br/>BOTH (i) AND (ii)</p> |
| <p>3. Name of person discharging managerial responsibilities/director<br/>JOHN FALLON<br/>ROBIN FREESTONE<br/>ALBERT HITCHCOCK<br/>RODERICK BRISTOW</p>  | <p>4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person<br/>N/A</p>   |
| <p>5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest<br/>NOTIFICATION RELATES TO THE PERSONS NAMED IN 3 ABOVE</p>       | <p>6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares<br/>ORDINARY SHARES OF 25P EACH</p>   |
| <p>7. Name of registered shareholder(s) and, if more than one, the number of shares held by each of them<br/>JOHN FALLON - 282,147<br/>ROBIN FREESTONE -495,288<br/>ALBERT HITCHCOCK - 0<br/>RODERICK BRISTOW - 70,846</p> | <p>8. State the nature of the transaction<br/>AWARD OF OPTIONS UNDER THE COMPANY'S WORLDWIDE SAVE FOR SHARES PLAN</p>  |
| <p>9. Number of shares, debentures or financial instruments relating to shares acquired<br/>(THE NUMBER OF OPTIONS TO BE</p>   | <p>10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)<br/>N/A</p>  |

GRANTED)  
 JOHN FALLON - 1,109  
 ROBIN FREESTONE -  
 1,109  
 ALBERT HITCHCOCK -  
 2,218  
 RODERICK BRISTOW -  
 3,698

- |  |   |
|--|---|
| 11. Number of shares, debentures or financial instruments relating to shares disposed<br>N/A   | 12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)<br>N/A |
| 13. Price per share or value of transaction<br>N/A   | 14. Date and place of transaction<br>N/A  |
| 15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)<br>N/A | 16. Date issuer informed of transaction<br>N/A  |

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

- |  |   |
|--|---|
| 17. Date of grant<br>30 APRIL 2014   | 18. Period during which or date on which it can be exercised<br>JOHN FALLON - 3 YEAR<br>ROBIN FREESTONE - 3 YEAR<br>ALBERT HITCHCOCK - 3 YEAR<br>RODERICK BRISTOW - 5 YEAR                        |
| 19. Total amount paid (if any) for grant of the option<br>NIL  | 20. Description of shares or debentures involved (class and number)<br>OPTIONS OVER ORDINARY SHARES OF 25P EACH   |
| 21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise<br>£8.112 | 22. Total number of shares or debentures over which options held following notification<br>JOHN FALLON - 3,039<br>ROBIN FREESTONE - 2,009<br>ALBERT HITCHCOCK - 2,218<br>RODERICK BRISTOW - 3,698 |

Edgar Filing: PEARSON PLC - Form 6-K

23. Any additional information  
N/A

24. Name of contact and telephone number for queries:  
DIANE FRIEND 020 7010 2256

Name of duly authorised officer of issuer responsible for making notification  
DIANE FRIEND, COMPANY SECRETARY ASSISTANT

Date of notification: 6 MAY 2014

Notes:

This form is intended for use by an issuer to make a RIS notification required by DTR 3.14.

(1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.

(2) An issuer making a notification in respect of a derivative relating the shares of the issuer should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.

(3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24.

(4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

PEARSON plc

Date: 06 May 2014

By: /s/ STEPHEN JONES

-----  
Stephen Jones  
Deputy Secretary