

PEARSON PLC  
Form 6-K  
April 02, 2019

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 April 2019

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

Pearson plc - (the "Company")

Notification of PDMRs' Interests

Management Incentive Plan

In 2017, the Company established the Pearson Management Incentive Plan (the "MIP"). Its purpose is to link senior management's short- and long-term reward with Pearson's financial performance and its progress against key strategic objectives. The MIP may settle awards with market purchased shares, but not newly issued or treasury shares. Executive Directors may not participate in the MIP.

On 1 April 2019, the Company made a grant of restricted shares to members of the Pearson Executive under the MIP. The number of shares granted is based on performance in the 2018 financial year and the share price on 1 March 2019. The awards will vest on 31 March 2022. Two-thirds of these shares remain subject to the Company meeting a minimum performance underpin based on Pearson's earnings per share in 2021 and one-third of these shares are subject to continued employment to the vesting date only.

The following notifications, made in accordance with the requirements of the EU Market Abuse Regulation, give further detail.

Notification and public disclosure of transactions by persons discharging managerial responsibilities and persons closely associated with them

1 Details of the person discharging managerial responsibilities/person closely associated

a) Name Tim Bozik

2 Reason for the notification

a) Position/status President, Global Product

b) Initial notification /Amendment Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name Pearson plc

b) LEI 2138004JBXWWJKIURC57

4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

a) Description of the financial instrument, type of instrument Identification code Ordinary shares of 25 pence each in Pearson plc

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ISIN: GB0006776081

Grant of restricted shares  
awarded under the  
Management Incentive Plan

Price(s)                      Volume(s)

Purchase price: 89,463  
N/A

Aggregated volume: 89,463  
shares

Aggregated price: N/A

b) Nature of the transaction

c) Price(s) and volume(s)

Aggregated information  
d) - Aggregated volume  
- Price

e) Date of the transaction

1 April 2019

f) Place of the transaction

N/A

1 Details of the person discharging managerial responsibilities/person closely associated

a) Name

Rod Bristow

2 Reason for the notification

a) Position/status

President, UK and Core Markets

b) Initial notification /Amendment

Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name

Pearson plc

b) LEI

2138004JBXWWJJIURC57

4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

a) Description of the financial instrument, type of instrument  
Identification code

Ordinary shares of 25 pence each  
in Pearson plc

ISIN: GB0006776081

b) Nature of the transaction

Grant of restricted shares awarded  
under the Management Incentive  
Plan

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	Price(s)	Volume(s)
c) Price(s) and volume(s)		61,992
	Purchase price: N/A	
d) Aggregated information	Aggregated	
- Aggregated volume	volume: 61,992 shares	
- Price	Aggregated price: N/A	
e) Date of the transaction	1 April 2019	
f) Place of the transaction	N/A	

1 Details of the person discharging managerial responsibilities/person closely associated

a) Name Kevin Capitani

2 Reason for the notification

a) Position/status President, North America

b) Initial notification /Amendment Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name Pearson plc

b) LEI 2138004JBXWWJJIURC57

4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

a) Description of the financial instrument, type of instrument Ordinary shares of 25 pence each in Pearson plc

Identification code ISIN: GB0006776081

b) Nature of the transaction Grant of restricted shares awarded under the Management Incentive Plan

	Price(s)	Volume(s)
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c) Price(s) and volume(s)		75,663
	Purchase price: N/A	

d) Aggregated information

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- Aggregated volume	Aggregated volume: 75,663
- Price	shares Aggregated price: N/A
e) Date of the transaction	1 April 2019
f) Place of the transaction	N/A
1 Details of the person discharging managerial responsibilities/person closely associated	
a) Name	Jonathan Chocqueel-Mangan
2 Reason for the notification	
a) Position/status	Chief Strategy Officer
b) Initial notification /Amendment	Initial notification
3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
a) Name	Pearson plc
b) LEI	2138004JBXWWJKIURC57
4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted	
a) Description of the financial instrument, type of instrument	Ordinary shares of 25 pence each in Pearson plc
Identification code	ISIN: GB0006776081
b) Nature of the transaction	Grant of restricted shares awarded under the Management Incentive Plan
c) Price(s) and volume(s)	Price(s)                      Volume(s) Purchase price: N/A      55,066
d) Aggregated information	Aggregated volume: 55,066
- Aggregated volume	shares
- Price	Aggregated price: N/A
e) Date of the transaction	1 April 2019
f) Place of the transaction	N/A

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1 Details of the person discharging managerial responsibilities/person closely associated

a) Name Giovanni Giovannelli

2 Reason for the notification

a) Position/status President Growth Markets

b) Initial notification /Amendment Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a) Name Pearson plc

b) LEI 2138004JBXWWJKIURC57

4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

a) Description of the financial instrument, type of instrument Identification code Ordinary shares of 25 pence each in Pearson plc  
ISIN: GB0006776081

b) Nature of the transaction Grant of restricted shares awarded under the Management Incentive Plan

	Price(s)	Volume(s)
c) Price(s) and volume(s)	Purchase price: N/A	83,217

d) Aggregated information  
- Aggregated volume Aggregated volume: 83,217 shares  
- Price Aggregated price: N/A

e) Date of the transaction 1 April 2019

f) Place of the transaction N/A

1 Details of the person discharging managerial responsibilities/person closely associated

a) Name Albert Hitchcock

2 Reason for the notification

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- a) Position/status Chief Technology and Operations Officer
- b) Initial notification /Amendment Initial notification
- 3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor
- a) Name Pearson plc
- b) LEI 2138004JBXWWJKIURC57

4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

- a) Description of the financial instrument, type of instrument  
Identification code Ordinary shares of 25 pence each in Pearson plc  
ISIN: GB0006776081
- b) Nature of the transaction Grant of restricted shares awarded under the Management Incentive Plan
- c) Price(s) and volume(s)
- |                    | Price(s) | Volume(s)     |
|--------------------|----------|---------------|
| Purchase price:    | 75,099   |               |
|                    | N/A      |               |
| Aggregated volume: |          | 75,099 shares |
| Aggregated price:  | N/A      |               |
- d) - Aggregated volume  
- Price
- e) Date of the transaction 1 April 2019
- f) Place of the transaction N/A

1 Details of the person discharging managerial responsibilities/person closely associated

- a) Name Bjarne Tellmann

2 Reason for the notification

- a) Position/status General Counsel and Chief Legal Officer
- b) Initial notification /Amendment Initial notification

3

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Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

- a) Name Pearson plc
- b) LEI 2138004JBXWWJKIURC57
- 4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted
- a) Description of the financial instrument, type of instrument Ordinary shares of 25 pence each in Pearson plc  
 Identification code ISIN: GB0006776081
- b) Nature of the transaction Grant of restricted shares awarded under the Management Incentive Plan
- c) Price(s) and volume(s)
- | Price(s)            | Volume(s) |
|---------------------|-----------|
| Purchase price: N/A | 63,726    |
- d) Aggregated information  
 - Aggregated volume Aggregated volume: 63,726 shares  
 - Price Aggregated price: N/A
- e) Date of the transaction 1 April 2019
- f) Place of the transaction N/A

1 Details of the person discharging managerial responsibilities/person closely associated

- a) Name Anna Vikström Persson
- 2 Reason for the notification
- a) Position/status Chief Human Resources Officer
- b) Initial notification /Amendment Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

- a) Name Pearson plc
- b) LEI 2138004JBXWWJKIURC57



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4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

a)	Description of the financial instrument, type of instrument Identification code	Ordinary shares of 25 pence each in Pearson plc  ISIN: GB0006776081				
b)	Nature of the transaction	Grant of restricted shares awarded under the Management Incentive Plan				
c)	Price(s) and volume(s)	<table border="0"> <tr> <td style="text-align: right;">Price(s)</td> <td style="text-align: right;">Volume(s)</td> </tr> <tr> <td style="text-align: right;">Purchase price: N/A</td> <td style="text-align: right;">50,477</td> </tr> </table>	Price(s)	Volume(s)	Purchase price: N/A	50,477
Price(s)	Volume(s)					
Purchase price: N/A	50,477					
d)	Aggregated information - Aggregated volume - Price	Aggregated volume: 50,477 shares Aggregated price: N/A				
e)	Date of the transaction	1 April 2019				
f)	Place of the transaction	N/A				

1 Details of the person discharging managerial responsibilities/person closely associated

a)	Name	Bob Whelan
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2 Reason for the notification

a)	Position/status	President, Pearson Assessments
b)	Initial notification /Amendment	Initial notification

3 Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

a)	Name	Pearson plc
b)	LEI	2138004JBXWWJKIURC57

4 Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted

a)	Description of the financial instrument, type of instrument Identification code	Ordinary shares of 25 pence each in Pearson plc  ISIN: GB0006776081
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b) Nature of the transaction	Grant of restricted shares awarded under the Management Incentive Plan	
	Price(s)	Volume(s)
c) Price(s) and volume(s)	Purchase price: N/A	68,724
d) - Aggregated information - Aggregated volume - Price	Aggregated volume: 68,724 shares Aggregated price: N/A	
e) Date of the transaction	1 April 2019	
f) Place of the transaction	N/A	

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

PEARSON plc

Date: 02 April 2019

By: /s/ NATALIE WHITE

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Natalie White  
Deputy Company Secretary