

**Return of Allotment of Shares**Company Name: **PEARSON PLC**Company Number: **00053723**Received for filing in Electronic Format on the: **05/01/2017**

X5XFVJFS

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	01/12/2016	31/12/2016

Class of Shares:	ORDINARY	Number allotted	582
Currency:	GBP	Nominal value of each share	0.25
		Amount paid:	6.944
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	ORDINARY	Number allotted	4570
Currency:	GBP	Nominal value of each share	0.25
		Amount paid:	8.112
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	822126713
	25P	Aggregate nominal value:	205531678.25
Currency:	GBP		

Prescribed particulars

THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THE SHARES DO NOT HAVE ATTACHED TO THEM ANY RIGHTS OF REDEMPTION; THE SHARES RANK PARI PASSU IN ALL RESPECTS.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	822126713
		Total aggregate nominal value:	205531678.25
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.