

PEARSON PLC  
Form 6-K  
April 01, 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 Director and PDMRs' Interests

Below are details of purchases (made under the Company's Non-Executive Directors' Share Purchase Plan) of Pearson plc ordinary shares of 25p each and American Depositary Receipts (ADRs) made on the London and New York Stock Exchanges on behalf of the Company's Chair and Non-Executive Directors on 29 March 2019:

| Name of Director | No. of Shares Purchased | Price per Share* | Total Holding Following Notification |
|------------------|-------------------------|------------------|--------------------------------------|
| Elizabeth Corley | 1,700                   | £8.37            | 14,945                               |
| Vivienne Cox     | 259                     | £8.37            | 6,541                                |
| Tim Score        | 2,566                   | £8.37            | 29,055                               |
| Lincoln Wallen   | 479                     | £8.37            | 6,825                                |

| Name of Director | No. of ADRs Purchased | Price per ADR* | Total Holding Following Notification |
|------------------|-----------------------|----------------|--------------------------------------|
| Joshua Lewis     | 367                   | \$11.06        | 12,891                               |
| Linda Lorimer    | 479                   | \$11.06        | 9,381                                |
| Michael Lynton   | 345                   | \$11.06        | 3,833                                |
| Sidney Taurel    | 3,094                 | \$11.06        | 92,516                               |

\* rounded to two decimal places.

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 Elizabeth Corley

2 Reason for the notification

a) Position/status Non-Executive Director

- 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 Purchase of shares arising from Company's Non-Executive Directors' Share Purchase Plan
- c) Price(s) and volume(s) Price(s) Volume(s)  
Purchase price: £8.374per share 1,700
- d) Aggregated information  
- Aggregated volume Aggregated volume: 1,700 shares  
- Price Aggregated price: £14,235.80
- e) Date of the transaction 29 March 2019
- f) Place of the transaction London Stock Exchange (XLON)
- 1 Details of the person discharging managerial responsibilities/person closely associated
- a) Name Vivienne Cox
- 2 Reason for the notification
- a) Position/status Non-Executive Director
- 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 | Ordinary shares of 25 pence each in Pearson plc  |           |
| Identification code  | ISIN: GB0006776081   |           |
| b) Nature of the transaction                                   | Purchase of shares arising from Company's Non-Executive Directors' Share Purchase Plan |           |
| c) Price(s) and volume(s)                                      | Price(s)   | Volume(s) |
|  | Purchase price: £8.374 per share   | 259       |
| d) Aggregated information                                      |  |           |
|  | Aggregated volume: 259 shares  |           |
| - Aggregated volume  | Aggregated price: £2,168.87  |           |
| - Price  |  |           |
| e) Date of the transaction                                     | 29 March 2019  |           |
| f) Place of the transaction                                    | London Stock Exchange (XLON)   |           |

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

a) Name Tim Score

2 Reason for the notification

a) Position/status Non-Executive Director

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                              |  |

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|                              |  |           |
|------------------------------|--|-----------|
| b) Nature of the transaction | Purchase of shares arising from Company's Non-Executive Directors' Share Purchase Plan |           |
| c) Price(s) and volume(s)    | Price(s)   | Volume(s) |
|                              | Purchase price: £8.374 per share   | 2,566     |
| d) Aggregated information    |  |           |
| - Aggregated volume          | Aggregated volume: 2,566 shares  |           |
| - Price                      | Aggregated price: £21,487.68   |           |
| e) Date of the transaction   | 29 March 2019  |           |
| f) Place of the transaction  | London Stock Exchange (XLON)   |           |

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

a) Name Lincoln Wallen

2 Reason for the notification

a) Position/status Non-Executive Director

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                                   | Purchase of shares arising from Company's Non-Executive Directors' Share Purchase Plan |           |
| c) Price(s) and volume(s)                                      | Price(s)   | Volume(s) |
|  | Purchase price: £8.374 per share   | 479       |
| d) Aggregated information                                      |  |           |
| - Aggregated volume  | Aggregated volume: 479 shares  |           |
|  | Aggregated price: £4,011.15  |           |

- Price

- |                             |                              |
|-----------------------------|------------------------------|
| e) Date of the transaction  | 29 March 2019                |
| f) Place of the transaction | London Stock Exchange (XLON) |
- 
- 1 Details of the person discharging managerial responsibilities/person closely associated
- |         |              |
|---------|--------------|
| a) Name | Joshua Lewis |
|---------|--------------|
- 2 Reason for the notification
- |                                    |                        |
|------------------------------------|------------------------|
| a) Position/status                 | Non-Executive Director |
| 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<br>Identification code | American Depositary Receipts (ADRs) in<br>Pearson plc (each ADR represents one ordinary<br>share of 25 pence in Pearson plc)<br>ISIN: US7050151056 |          |           |                                  |     |
| b) Nature of the transaction  | Purchase of shares arising from Company's<br>Non-Executive Directors' Share Purchase Plan  |          |           |                                  |     |
| c) Price(s) and volume(s)   | <table border="0"> <tr> <td>Price(s)</td> <td>Volume(s)</td> </tr> <tr> <td>Purchase price: \$11.057 per ADR</td> <td>367</td> </tr> </table>      | Price(s) | Volume(s) | Purchase price: \$11.057 per ADR | 367 |
| Price(s)  | Volume(s)  |          |           |                                  |     |
| Purchase price: \$11.057 per ADR  | 367  |          |           |                                  |     |
| Aggregated information<br>d) - Aggregated volume<br>- Price                           | Aggregated volume: 367 ADRs.<br>Aggregated price: \$4,057.919  |          |           |                                  |     |
| e) Date of the transaction  | 29 March 2019  |          |           |                                  |     |
| f) Place of the transaction   | New York Stock Exchange (XNYS)   |          |           |                                  |     |

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

a) Name Linda Lorimer

2 Reason for the notification

a) Position/status Non-Executive Director

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 American Depositary Receipts (ADRs) in Pearson plc (each ADR represents one ordinary share of 25 pence in Pearson plc)  
ISIN: US7050151056

b) Nature of the transaction Purchase of shares arising from Company's Non-Executive Directors' Share Purchase Plan

c) Price(s) and volume(s) Price(s) Volume(s)  
Purchase price: \$11.057 per ADR 479

d) Aggregated information  
- Aggregated volume Aggregated volume: 479 ADRs.  
- Price Aggregated price: \$5,296.303

e) Date of the transaction 29 March 2019

f) Place of the transaction New York Stock Exchange (XNYS)

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

a) Name Michael Lynton

2 Reason for the notification

a) Position/status Non-Executive Director

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 American Depositary Receipts (ADRs) in Pearson plc (each ADR represents one ordinary share of 25 pence in Pearson plc)  
ISIN: US7050151056

b) Nature of the transaction Purchase of shares arising from Company's Non-Executive Directors' Share Purchase Plan

c) Price(s) and volume(s) Price(s) Volume(s)  
Purchase price: \$11.057 per ADR 345

d) Aggregated information  
- Aggregated volume Aggregated volume: 345 ADRs.  
- Price Aggregated price: \$3,814.665

e) Date of the transaction 29 March 2019

f) Place of the transaction New York Stock Exchange (XNYS)

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

a) Name Sidney Taurel

2 Reason for the notification

a) Position/status Chair

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



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|   |  |           |
|---|--|-----------|
| a) Description of the financial instrument, type of instrument<br>Identification code | American Depositary Receipts (ADRs) in<br>Pearson plc (each ADR represents one ordinary<br>share of 25 pence in Pearson plc)<br>ISIN: US7050151056 |           |
| b) Nature of the transaction  | Purchase of shares arising from Company's<br>Non-Executive Directors' Share Purchase Plan  |           |
| c) Price(s) and volume(s)   | Price(s)   | Volume(s) |
|   | Purchase price: \$11.057 per ADR   | 3,094     |
| d) - Aggregated volume<br>- Price   | Aggregated volume: 3,094 ADRs.   |           |
|   | Aggregated price: \$34,210.358   |           |
| e) Date of the transaction  | 29 March 2019  |           |
| f) Place of the transaction   | New York Stock Exchange (XNYS)   |           |

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: 01 April 2019

By: /s/ NATALIE WHITE

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Natalie White

Deputy Company Secretary