

PEARSON PLC
Form 6-K
April 05, 2018

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 2018

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 3 April 2018, 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 2017 financial year and the share price on 1 March 2018. The awards will vest on 31 March 2021. Two-thirds of these shares remain subject to the Company meeting a minimum performance underpin based on Pearson's earnings per share in 2020 and one-third of these shares are subject to continued employment to the vesting date only.

Long-Term Incentive Plan

In addition, fulfilling a buyout promise made on hire to Jonathan Chocqueel-Mangan, an award of shares has been made to him and will vest as follows: one-half of these shares will vest in March 2019, and one-half of these shares will vest in March 2020, subject to continued employment 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 Albert Hitchcock

2 Reason for the notification

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

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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: 104,610
N/A

d) - Aggregated information - Aggregated volume - Price Aggregated volume: 104,610 shares
Aggregated price: N/A

e) Date of the transaction 3 April 2018

f) Place of the transaction N/A

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

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| | | |
|------|--|---|
| 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: 118,212 N/A |
| d) | Aggregated information - Aggregated volume - Price | Aggregated volume: 118,212 shares Aggregated price: N/A |
| e) | Date of the transaction | 3 April 2018 |
| 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, 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 | 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 |

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Plan

Price(s) Volume(s)

Purchase price: N/A 86,352

c) Price(s) and volume(s)

Aggregated information

Aggregated volume: 86,352

d) - Aggregated volume

shares

- Price

Aggregated price: N/A

e) Date of the transaction

3 April 2018

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

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)

Purchase price: N/A 97,121

c) Price(s) and volume(s)

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| | |
|------------------------|---------------------------|
| Aggregated information | Aggregated volume: 97,121 |
| d) - Aggregated volume | shares |
| - Price | Aggregated price: N/A |

e) Date of the transaction 3 April 2018

f) Place of the transaction N/A

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 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) |
|--|----------|-----------|

| | | |
|---------------------------|---------------------|---------|
| c) Price(s) and volume(s) | Purchase price: N/A | 109,958 |
|---------------------------|---------------------|---------|

| | |
|------------------------|----------------------------|
| Aggregated information | Aggregated volume: 109,958 |
| d) - Aggregated volume | shares |
| - Price | Aggregated price: N/A |

e) Date of the transaction 3 April 2018

f) Place of the transaction N/A

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

a) Name Bob Whelan

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 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) |
|---------------------------|---------------------|-----------|
| c) Price(s) and volume(s) | Purchase price: N/A | 90,808 |

d) Aggregated information Aggregated volume: 90,808 shares
 - Aggregated volume Aggregated price: N/A
 - Price

e) Date of the transaction 3 April 2018

f) Place of the transaction N/A

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

a) Name Kate James

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2 Reason for the notification

- a) Position/status Chief Corporate Affairs and
Global Marketing 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: N/A | 92,459 |

- d) - Aggregated information
- Aggregated volume Aggregated volume: 92,459 shares
- Price Aggregated price: N/A

- e) Date of the transaction 3 April 2018

- 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

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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: N/A 84,204
 d) Aggregated information - Aggregated volume - Price Aggregated volume: 84,204 shares
 Aggregated price: N/A
 e) Date of the transaction 3 April 2018
 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

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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 | Award of restricted shares under the Long-Term Incentive Plan |
| c) Price(s) and volume(s) | Price(s) Volume(s) Purchase price: N/A 16,552 |
| d) - Aggregated information | Aggregated volume: 16,552 shares |
| - Aggregated volume | Aggregated price: N/A |
| - Price | |
| e) Date of the transaction | 3 April 2018 |
| 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: 05 March 2018

By: /s/ NATALIE WHITE

Natalie White
Deputy Company Secretary