

Pearson plc
("Pearson" or the "Company")

Results of Annual General Meeting 2021

Pearson plc held its annual general meeting ("AGM") at 12 noon today. Resolutions 1 to 18, and 20, as set out in the Company's Notice of AGM dated 24 March 2021, were proposed and approved on a poll. Resolution 19, which sought approval to hold general meetings on 14 clear days' notice, was not passed.

The table below shows the results of the poll for each resolution. As at 6.30pm on 28 April 2021, the Company's issued share capital was 753,734,370 ordinary shares of 25p each. The Company does not hold any ordinary shares in Treasury. Therefore, the total voting rights in the Company were 753,734,370. The proportion of the Company's issued share capital represented by those votes cast is approximately 82.6%.

| | Resolution | For and Discretionary | % votes cast For and Discretionary | Against | % votes cast Against | Total votes cast (excluding votes withheld) | % of issued capital voted | Withheld/ Abstentions* |
|-----|---|-----------------------|------------------------------------|-------------|----------------------|---|---------------------------|------------------------|
| 1. | To receive the 2020 report and accounts | 622,032,902 | 99.99 | 47,267 | 0.01 | 622,080,169 | 82.53% | 518,169 |
| 2. | To declare a final dividend | 622,414,932 | 99.97 | 162,029 | 0.03 | 622,576,961 | 82.60% | 21,377 |
| 3. | To elect Andy Bird | 622,365,032 | 99.98 | 146,737 | 0.02 | 622,511,769 | 82.59% | 79,705 |
| 4. | To re-elect Elizabeth Corley | 521,566,499 | 83.78 | 100,975,619 | 16.22 | 622,542,118 | 82.59% | 49,356 |
| 5. | To re-elect Sherry Coutu | 583,616,600 | 93.75 | 38,891,824 | 6.25 | 622,508,424 | 82.59% | 83,050 |
| 6. | To re-elect Sally Johnson | 622,066,654 | 99.92 | 475,188 | 0.08 | 622,541,842 | 82.59% | 49,632 |
| 7. | To re-elect Linda Lorimer | 622,359,361 | 99.97 | 157,456 | 0.03 | 622,516,817 | 82.59% | 74,657 |
| 8. | To re-elect Graeme Pitkethly | 622,353,764 | 99.97 | 158,085 | 0.03 | 622,511,849 | 82.59% | 79,625 |
| 9. | To re-elect Tim Score | 583,410,391 | 93.73 | 39,052,073 | 6.27 | 622,462,464 | 82.58% | 129,010 |
| 10. | To re-elect Sidney Taurel | 554,638,906 | 89.36 | 66,024,487 | 10.64 | 620,663,393 | 82.35% | 1,928,081 |
| 11. | To re-elect Lincoln Wallen | 622,348,971 | 99.97 | 189,126 | 0.03 | 622,538,097 | 82.59% | 53,377 |
| 12. | To approve the annual remuneration report | 390,536,623 | 62.75 | 231,880,414 | 37.25 | 622,417,037 | 82.58% | 181,301 |
| 13. | To re-appoint the auditors | 601,070,597 | 96.55 | 21,473,855 | 3.45 | 622,544,452 | 82.59% | 53,886 |
| 14. | To determine the remuneration of the auditors | 619,894,574 | 99.58 | 2,645,756 | 0.42 | 622,540,330 | 82.59% | 52,950 |
| 15. | To authorise the company to allot ordinary shares | 542,431,953 | 87.13 | 80,129,183 | 12.87 | 622,561,136 | 82.60% | 37,202 |
| 16. | To waive the pre-emption rights | 560,976,071 | 90.12 | 61,507,273 | 9.88 | 622,483,344 | 82.59% | 114,994 |
| 17. | To waive the pre-emption rights - additional percentage | 542,937,885 | 87.22 | 79,553,166 | 12.78 | 622,491,051 | 82.59% | 107,287 |
| 18. | To authorise the company to purchase its own shares | 614,537,945 | 98.71 | 8,026,931 | 1.29 | 622,564,876 | 82.60% | 33,462 |
| 19. | To approve the holding of general meetings on 14 clear days' notice | 341,087,427 | 54.79 | 281,476,924 | 45.21 | 622,564,351 | 82.60% | 33,987 |
| 20. | To approve the adoption of New Articles | 622,366,464 | 99.98 | 138,923 | 0.02 | 622,505,387 | 82.59% | 92,951 |

* Votes withheld are not legal votes.

In accordance with the Listing Rules, copies of the New Articles of Association and the resolutions that do not constitute ordinary business at an annual general meeting will shortly be available for inspection at the National Storage Mechanism which is located at: <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

The Board appreciates the support shown by the majority of shareholders for most of the resolutions at today's AGM. We note the opposition to the motion to authorise holding general meetings on 14 clear days' notice, as well as the significant minority vote against Pearson's remuneration report.

Pearson has engaged extensively with shareholders in recent months and there is strong ongoing support for Andy Bird's appointment as Chief Executive and confidence in his new strategy to return Pearson to growth.

We will continue to engage actively with shareholders to understand their views and, where applicable, their reasons for voting down resolution 19 and for the significant minority vote against resolution 12 and will carefully consider all feedback. We will publish an update on that engagement and on any action taken as a result of this within six months of the AGM, in accordance with the UK Corporate Governance Code.

ENDS

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About Pearson

Learning is the most powerful force for change in the world. More than 20,000 Pearson employees deliver our products and services

in nearly 200 countries, all working towards a common purpose - to help everyone achieve their potential through learning. We do that by providing high quality, digital content and learning experiences, as well as assessments and qualifications that help people build their skills and grow with the world around them. We are the world's leading learning company. Learn more at pearsonplc.com and [@Pearsonplc](https://twitter.com/Pearsonplc).