CREST Transfer Form

Above this line is for Registrar's use

Above this line for completion by the depositing system-user only.

Counter Location Stamp

Barcode or reference

SDRN

Name of Undertaking

Description of Security

Please complete form in type or in block capitals.

Name(s) of registered holder(s) should be given in full; the address should be given where there is only one holder.

If the transfer is not made by the registered holder(s), insert also the name(s) and capacity (eg. executor(s)) of the persons making the transfer.

ease sign here

•

Full name(s) of the person(s) to whom the security is transferred.

Such person(s) must be a system-member. PEARSON

Consideration Money

DROINARY SUALES.

Amount of shares or other security in words

THINKY SEVEN THOUSAND RIVE HUMPIGO AND MINETY ONE.

In the name(s) of

CHARLES STEVENSON

SEVEN THOUSAND RIVE 37951

ONE.

Designation (if any)

Figures

Balance certificate(s) required

Certificate(s) Lodged with Registrar (To be completed by Registrar)

I/We hereby transfer the above security out of the name(s) aforesaid into the name(s) of the system-member set out below and request that the necessary entries be made in the undertaking's own register of members.

Signature(s) of transferor(s)

2. Wil M

3.

4.

E14 5HP

A body corporate should execute this transfer under its common seal or otherwise in accordance with applicable statutory requirements.

Stamp and depositing system-user

Barclayshare 113 Member of the Stock Exchange

Date:

Barclayshare Nominees Limited 1 Churchill Place London

11301

Participant ID

Member Account ID

CREST Co Limited is delivering this transfer at the direction and on behalf of the depositing system-user whose stamp appears herein and does not in any manner or to any extent warrant or represent the validity, genuineness or correctness of the transfer instructions contained herein or the genuineness of the signature(s) of the transferor(s). The depositing

383-1 10939172779

PEARSON plc Ordinary shares of 25p each

AA011

L London

BROKER AA011

We have pleasure in forwarding the attached certificate.

TRANS RKJ1114674

RKJ1114674

PLEASE DETACH THIS COUNTERFOIL

Ordinary shares of 25p each

Certificate No.

Account No.

Transfer No.

Date

Number of Shares

00311306

10939172779

RKJ1114674

18 Oct 2010

37591

of 25p each



PEARSON plc

(Incorporated under the Companies Acts 1862 to 1893 - No. 53723)

This is to Certify

that the undermentioned is/are the Registered Holder(s) of Ordinary Shares of Twenty-Five Pence each fully paid in PEARSON plc, subject to the Memorandum and Articles of Association of the Company. Name(s) of Holder(s)

CHARLES STEVENSON WILLIAM STEVENSON

Given under the Common Seal of the Company.

Number of Shares of 25p each

**THIRTY SEVEN THOUSAND FIVE HUNDRED AND NINETY ONE SHARES

CREST Transfer Form

Above this line is for Registrar's use

Counter Location Stamp

Barcode or reference

SDRN

Name of Undertaking

Description of Security

Please complete form in type or in block capitals.

Name(s) of registered holder(s) should be given in full; the address should be given where there is only one holder.

If the transfer is not made by the registered holder(s), insert also the name(s) and capacity (eg. executor(s)) of the persons making the transfer.

Full name(s) of the person(s) to whom the security is transferred.

Such person(s) must be a system-member.

Above this line for completion by the depositing system-user only. Consideration Money Certificate(s) Lodged with Registrar (To be completed by Registrar) BB PIC

ORDIAARY SHARES.

Amount of shares or other security in words

SOMMOS

TUESTY FOUR THOUSAND AND ELEVEN

In the name(s) of

CHARLES STEVENSON WICHAN STEVENSON

Figures

24011.

Designation (if any)

Balance certificate(s) required

I/We hereby transfer the above security out of the name(s) aforesaid into the name(s) of the system-member set out below and request that the necessary entries be made in the undertaking's own register of members.

Signature(s) of transferor(s)

3.

4.

A body corporate should execute this transfer under its common seal or otherwise in accordance with applicable statutory requirements.

Stamp and depositing system-user

Barclayshare 113 Member of the Stock Exchange

Date:

Barclayshare Nominees Limited 1 Churchill Place

London E14 5HP Participant ID 11301

Member Account ID

CREST Co Limited is delivering this transfer at the direction and on behalf of the depositing system-user whose stamp appears herein and does not in any manner or to any extent warrant or represent the validity, genuineness or correctness of the transfer instructions contained herein or the genuineness of the signature(s) of the transferor(s). The depositing

1100-10 10939172722

AA011

L London

BROKER AA011

TRANS RKJ1114676

RKJ1114676

BP p.l.c.

ORDINARY SHARES OF US \$0.25 EACH.

THE ATTACHED CERTIFICATE IS VALUABLE. PLEASE KEEP IT IN A SAFE PLACE.

THIS COUNTERFOIL INCLUDES A CHANGE OF ADDRESS FORM ON THE REVERSE. If you wish to notify the registrar of a change of address, please detach this counterfoil and complete and sign the form on the reverse. Alternatively, you can write to the BP Registrar, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, United Kingdom, quoting your account number. Please do not return your share certificate with the change of address notification.

For joint shareholders, changes of address are only required for the first-named holder. The change of address notification should be signed by the first-named holder only.

Ordinary Share Certificate

CERTIFICATE NUMBER ACCOUNT NUMBER

TRANSFER NUMBER

DATE

NUMBER OF SHARES OF US \$0.25 EACH

01399478

10939172722

RKJ1114676

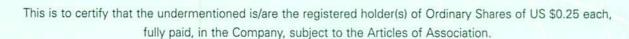
18 Oct 2010

24011

BP p.l.c.



(Registered Office: 1 St James's Square, London SW1Y 4PD) (Registered in England and Wales No. 102498)



NAME(S) OF HOLDER(S)

CHARLES STEVENSON WILLIAM STEVENSON

> THE SECURITIES SEAL OF THE COMPANY WAS AFFIXED PURSUANT TO THE COMPANY'S ARTICLES OF ASSOCIATION.

NUMBER OF SHARES

**TWENTY FOUR THOUSAND AND ELEVEN SHARES



THE REGISTRAR'S ADDRESS IS: EQUINITI LIMITED, ASPECT HOUSE, SPENCER ROAD, LANCING, WEST SUSSEX, BN99 6DA, UNITED KINGDOM. THERE IS NOW A RANGE OF SHAREHOLDER INFORMATION ON LINE. YOU CAN CHECK YOUR HOLDING AND FIND PRACTICAL HELP ON TRANSFERRING SHARES OR UPDATING YOUR DETAILS AT www.shareview.co.uk

THE RELEVANT REFERENCE FOR CORRESPONDENCE IS NO. 1100.

LOUDWATER INVESTMENT PARTNERS LTD

Little Tufton House 3 Dean Trench Street London, SW1P 3HB

With compliments

To & put int the bardy stocksohn

Tel: +44 (0)20 3372 6404 Fax: :+44(0)20 7222 2991

account

willin 8km