

Charles Stanley Group PLC
(“Charles Stanley” or “the Company”)

2010 Final Dividend – Scrip Alternative and changes to PDMR Interests pursuant to Disclosure Rule 3.1.2

Charles Stanley announces that elections have been made by 207 shareholders to receive 89,267 ordinary shares of 25 pence each in the Company (“Shares”) in lieu of cash in respect of all or part of their final dividend (“Final Dividend”), to be paid on 5 August 2010.

Application has therefore been made for the admission (“Admission”) of 89,267 new Shares to the Official List of the UK Listing Authority and to trading on the London Stock Exchange’s market for listed securities. The new Shares will rank pari passu with the Company’s existing issued Shares and dealings are expected to commence on 5 August 2010.

Pursuant to Disclosure Rule 3.1.2, the resultant interests, upon Admission, of certain Directors, PDMRs and their Connected Persons who have elected to receive the Final Dividend in the form of shares are set out below:

PDMR/Director	Sir David Howard Bt.	Michael R.I. Lilwall	Peter A. Hurst	Stephen C. King	Gary Teper	E. Michael Clark	Venetia Malpas	Philip Nathan	N.M.W. Anderson
Connected Persons	James Howard; Trustees of the Lady Howard Estate; Queen Street Securities; Trustees of the Charles Stanley & Co Retirement Benefit Scheme	Julie Lilwall; Trustees of the M.R.I. Lilwall SIPP	E.J. Hurst; Trustees of the Charles Stanley & Co Retirement Benefit Scheme	Trustees of the Charles Stanley & Co Retirement Benefit Scheme	Trustees of the Constantia SIPP; Julia Teper	P.A. Clark	Trustees of the V.J. Malpas SIPP	H.A. Nathan	Trustees of the N.M.W. Anderson ESQ. SIPP
Notification in respect of PDMR/Director or Connected Person	PDMR, Connected Person & Non-Beneficial	PDMR & Connected Person	PDMR, Connected Person & Non-Beneficial	PDMR and Non-Beneficial Interest	Connected Person	PDMR & Connected Person	PDMR & Connected Person	PDMR & Connected Person	Connected Person

or Non-Beneficial Interest	Interest		Interest						
Description of Shares (including class)	25p Ordinary Shares	25p Ordinary Shares	25p Ordinary Shares	25p Ordinary Shares	25p Ordinary Shares	25p Ordinary Shares	25p Ordinary Shares	25p Ordinary Shares	25p Ordinary Shares
Name of registered shareholder and number of shares	Sir David Howard Bt. and Rock Nominees Ltd	Rock Nominees Ltd	Rock Nominees Ltd	Rock Nominees Ltd	Rock Nominees Ltd	Rock Nominees Ltd	Rock Nominees Ltd	Rock Nominees Ltd	Rock Nominees Ltd
Nature of transaction	Acquisition of shares following scrip dividend election	Acquisition of shares following scrip dividend election	Acquisition of shares following scrip dividend election	Acquisition of shares following scrip dividend election	Acquisition of shares following scrip dividend election	Acquisition of shares following scrip dividend election	Acquisition of shares following scrip dividend election	Acquisition of shares following scrip dividend election	Acquisition of shares following scrip dividend election
No. of shares acquired /transferred and % of ISC	Sir David Howard Bt: 15,000 (0.03%) James Howard: 7,333 (0.01%); Trustees of the Lady Howard Estate: 391 (0.0008%) Queen Street Securities: 20,000 (0.04%); Trustees of the Charles Stanley & Co Retirement Benefit Scheme: 3,524 (0.007%)	Michael Lilwall: 111 (0.0002%); J. Lilwall: 112 (0.0002%) Trustees of the M.R.I. Lilwall SIPP: 764 (0.0017%)	Peter A. Hurst: 1,590 (0.003%) E.J. Hurst: 262 (0.0005%) Trustees of the Charles Stanley & Co Retirement Benefit Scheme: 3,524 (0.007%)	Stephen C. King: 300 (0.0006%) Trustees of the Charles Stanley & Co Retirement Benefit Scheme: 3,524 (0.007%)	Trustees of the Constantia SIPP: 264 (0.0005%) J. Teper: 56 (0.0001%)	E. Michael Clark: 4,519 (0.010%) P.A. Clark: 4,571 (0.01 %)	Venetia Malpas: 106 (0.0002 %) Trustees of the V.J. Malpas SIPP: 109 (0.0002%)	Philip Nathan: 4,611 (0.01 %) H.A. Nathan 150 (0.0003 %)	Trustees of the N.M.W. Anderson ESQ. SIPP: 122 (0.0002%)

No. of shares disposed and % of ISC	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a	n/a
Price of share	194.85p	194.85p	194.85p	194.85p	194.85p	194.85p	194.85p	194.85p	194.85p
Date of transaction	5 August 2010	5 August 2010	5 August 2010	5 August 2010	5 August 2010	5 August 2010	5 August 2010	5 August 2010	5 August 2010
Total holding	<u>Beneficial</u> Sir David Howard: 7,460,000 (16.71%); Lady Valerie Howard: 2,530,000 (5.66%) James Howard: 642,350 (1.43%); Trustees of the Lady Howard Estate: 34,258 (0.076%); Queen Street Securities: 2,055,000 (4.6%); <u>Non Beneficial</u> Trustees of the Charles Stanley & Co Retirement	Michael Lilwall: 85,128 (0.19%); Julie Lilwall: 11,870 (0.02%)	<u>Beneficial</u> Peter Hurst: 147,333 (0.33%) E.J. Hurst: 22,917 (0.05%) <u>Non Beneficial</u> Trustees of the Charles Stanley & Co Retirement Benefit Scheme: 308,694 (0.69%)	Stephen King: 29,762 (0.06%); J.L. King: 11,000 (0.02%) <u>Non Beneficial</u> Trustees of the Charles Stanley & Co Retirement Benefit Scheme: 308,694 (0.69%)	Trustees of the Constantia SIPP: 26,617 (0.59%); Julia Teper: 4,932 (0.01%)	E. Michael Clark: 399,325 (0.89 %) P.A. Clark: 400,380 (0.89 %)	Venetia Malpas: 22,238 (0.04 %)	Philip Nathan: 562,978 (1.2 %) H.A. Nathan: 13,113 (0.029 %)	Trustees of the N.M.W. Anderson ESQ. SIPP: 16,166 (0.036%)

	Benefit Scheme: 308,694 (0.69%)								
Date issuer informed	16 th July 2010	16 th July 2010	16 th July 2010	16 th July 2010	16 th July 2010	16 th July 2010	16 th July 2010	16 th July 2010	16 th July 2010
Additional information	<p>The percentages in the notification above are based on the issued share capital following admission of the new Shares on 5 August 2010. Upon Admission the total number of Shares in issue, and therefore the total number of voting shares, will be 44,636,777 shares. There are no shares held in Treasury. The above figure may be used by shareholders to determine if they are required to notify their interest in, or a change to their interest in, the share capital of the Company under the Financial Service Authority's Disclosure and Transparency Rules. Copies of the Scrip Dividend Scheme have been lodged with the UK Listing Authority for publication through the Document Viewing Facility, which is situated at Financial Services Authority, 25 The North Colonnade, Canary Wharf, London E14 5HS (Tel no. 020 7676 1000).</p>								

Gary Teper
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