

Notification of Transactions of Directors/Persons Discharging Managerial Responsibility and Connected Persons

Notes: This form is intended for use by an *issuer* to make a *RIS* notification required by *DTR 3.1.4*.

(1) An *issuer* making a notification in respect of a transaction relating to the shares or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.

(2) An *issuer* making a notification in respect of a derivative relating the shares of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.

(3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.

(4) An *issuer* making a notification in respect of a *financial instrument* relating to the shares of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

All relevant boxes should be completed in block capital letters

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| 1. | Name of the issuer CHARLES STANLEY GROUP PLC | 2. | State whether the notification relates to (i) a transaction notified in accordance with <i>DTR 3.1.2 R</i> , (ii) a disclosure made in accordance with <i>LR 9.8.6R(1)</i> or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006). (i) |
| 3. | Name of person discharging managerial responsibilities/director SIR DAVID HOWARD Bt. PETER A HURST STEPHEN C KING | 4. | State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person N/A |
| 5. | Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest NON-BENEFICIAL AS TRUSTEES | 6. | Description of shares (including class), debentures or derivatives or financial instruments relating to shares ORDINARY 25p |
| 7. | Name of registered shareholders(s) and, if more than one, the number of shares held by each of them ROCK (NOMINEES) LTD (on behalf of Charles Stanley & Co Ltd Retirement Benefits Scheme) | 8. | State the nature of the transaction ACQUISITION OF SHARES |
| 9. | Number of shares, debentures or financial instruments relating to shares acquired 30,372 | 10. | Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage) 0.068% |

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| 11. | Number of shares, debentures or financial instruments relating to shares disposed N/A | 12. | Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage) N/A |
| 13. | Price per share or value of transaction 241p | 14. | Date and place of transaction 29 January 2010 |
| 15. | Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage) 253,368 (0.57%) | 16. | Date issuer informed of transaction 1 February 2010 |

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes

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| 17. | Date of grant | 18. | Period during which or date on which exercisable |
| 19. | Total amount paid (if any) for grant of the option | 20. | Description of shares or debentures involved (class and number) |
| 21. | Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise | 22. | Total number of shares or debentures over which options held following notification |

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| 23. | Any additional information | 24. | Name of contact and telephone number for queries Gary Teper, 020 7149 6266 |
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| Name of authorised official of issuer responsible for making notification: Gary Teper Date of notification: <u>1 February 2010</u> | |
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