

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

**All relevant boxes should be completed in block capital letters**

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</i> 3.1.2 R, (ii) a disclosure made in accordance with LR 9.8.6R(1) or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006).  (i) <i>DTR</i> 3.1.2 R
3.	Name of person discharging managerial responsibilities/director  E. MICHAEL CLARK	4.	State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person  PENELOPE CLARK
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  NOTIFICATION IS IN RESPECT OF HOLDINGS BY E. MICHAEL CLARK AND PENELOPE CLARK	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	8.	State the nature of the transaction  ACQUISITION OF SHARES
9.	Number of shares, debentures or financial instruments relating to shares acquired  E. MICHAEL CLARK – 6,000	10.	Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)  0.01%
11.	Number of shares, debentures or financial instruments relating to shares acquired  PENELOPE CLARK – 6,000	12.	Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)  0.01%
13.	Price per share or value of transaction  290p	14.	Date and place of transaction  15 August 2011, LONDON

15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)  E. MICHAEL CLARK – 418,314 (0.92%) PENELOPE CLARK – 413,463 (0.91%)	16. Date issuer informed of transaction  15 August 2011
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**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

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

23. Any additional information  N/A	24. Name of contact and telephone number for enquiries  Gary Teper, 020 7149 6627
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**Name of authorised official issuer responsible for making notification**

Gary Teper

**Date of notification** 15 August 2011

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, 23 and 24.
- 3) An *issuer* making a notification in respect of options granted to a *director/person discharged 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.