

PEARSON PLC  
Form 6-K  
May 12, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of May 2008

**PEARSON plc**  
(Exact name of registrant as specified in its charter)

N/A

(Translation of registrant's name into English)

**80 Strand  
London, England WC2R 0RL  
44-20-7010-2000**  
(Address of principal executive office)

Indicate by check mark whether the Registrant files or will file annual reports  
under cover of Form 20-F or Form 40-F:

Form 20-F  X

Form 40-F

Indicate by check mark whether the Registrant by furnishing the information  
contained in this Form is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934

Yes

No  X

This Report includes the following documents:

1. A press release from Pearson plc announcing Holding(s) in Company

# TR-1

:

## notification of major interests in shares

**1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached**

Pearson  
plc

:

**2. Reason for the notification**

(please tick the appropriate box or boxes)

An acquisition

✓

or disposal of voting rights

An acquisition or disposal of financial instruments which may result in the acquisition of shares already issued to which voting rights are attached

An event changing the breakdown of voting rights

Other (please specify):

**3. Full name of person(s) subject to the notification obligation**

:

A  
viva plc  
&  
its subsidiaries

**4. Full name of shareholder(s)**

(if different from 3.)

:

Registered Holder:  
BNY Norwich Union Nominees Limited

7  
,  
211  
,  
569  
\*

BT Globenet Nominees Limited

**9,  
588  
\***

Chase GA Group Nominees  
Limited

**1  
8  
,  
422  
,  
724  
\***

Chase Nominees Limited

**1,  
624  
,  
180  
\***

CUIM Nominee Limited

**5  
,  
189  
,  
214  
\***

Triodos SICAV I Values Equity  
Fund

**6,000  
\***

Vidacos Nominees Limited

**1**  
**78**  
,  
**57**  
**8\***  
\* denotes  
direct  
interest

R C Greig Nominees Limited

**1,450**  
BONY Londres IIS

**189,893**  
Chase Nominees Limited

**3**  
,  
**8**  
**88**  
,  
**282**  
Delta Lloyd Institutionale  
Sustainable Futures Fund

**70,234**  
Triodos Meerwaarde Aandelen  
Fonds

**70,000**  
Triodos Meerwaarde Mixfonds

**12,000**  
Vidacos Nominees Limited

**6,**  
**922**  
,  
**926**

5. Date of the transaction

(and date on which the threshold is crossed or reached if different)  
 : 0  
 7 May  
 2008

**6. Date on which issuer notified:**

0  
 9  
 May  
 2008

**7. Threshold(s) that is/are crossed or reached:**

3  
 % to  
 4  
 % change at  
 Direct  
 Interest  
 L  
 evel

**8. Notified details:**

**A: Voting rights attached to shares**

Class/type of shares if possible using the ISIN CODE	Situation previous to the Triggering transaction		Resulting situation after the triggering transaction				
	Number of Shares	Number of Voting Rights v iii	Number of shares	Number of voting rights ix	% of voting rights		
			Direct	Direct xi	Indirect	Direct	Indirect
Ordinary Shares							
GB0006776081	41,301,715	41,301,715	3 2 , 641 , 853	3 2 , 641 , 853	1 1 , 154 , 785	4.04 %  %	1. 3 8 %

**B: Financial Instruments**

**Resulting situation after the triggering transaction**

xii

Type of financial instrument	Expiration date xiii	Exercise/ Conversion Period/ Date	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
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xiv

N/A

**Total (A+B)**

Number of voting rights	% of voting rights
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43,796,638	5.42 %
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**9. Chain of controlled undertakings**

**through which the voting rights and/or the financial instruments are effectively held, if applicable**

xv

:

See Section 4

**Proxy Voting:**

**10. Name of the proxy holder:**

See Section 4

**11. Number of voting rights proxy holder will cease to hold:**

**12. Date on which proxy holder will cease to hold voting rights:**

**13. Additional information:**

Figures are based on a total number of voting rights of 80

8,  
3  
59

,

145

.

**14. Contact name:**

Neil Whittaker

**15. Contact telephone number:**

01603  
684420

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

PEARSON plc

Date: 12 May 2008

By: /s/ STEPHEN JONES

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Stephen Jones  
Deputy Secretary