

PEARSON PLC
Form 6-K
June 04, 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 June, 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 Director/PDMR Shareholding

Annex DTR3

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

All relevant boxes should be completed in block capital letters.

- | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name of the issuer</p> <p>PEARSON PLC</p> | <p>2. State whether the notification relates to (i) a transaction notified in accordance with DTR 3.1.2 R,</p> <p>(ii) a disclosure made in accordance LR 9.8.6R(1) or</p> <p>(iii) a disclosure made in accordance with section 793 of the Companies Act (2006).</p> <p>BOTH i AND ii</p> |
| <p>3. Name of person discharging managerial responsibilities/director</p> <p>SUSAN FUHRMAN</p> | <p>4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person</p> <p>N/A</p> |
| <p>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 nonbeneficial interest 1</p> <p>HOLDING</p> | <p>6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares</p> <p>AMERICAN DEPOSITARY RECEIPTS</p> |
| <p>7. Name of registered shareholders(s) and, if more</p> | <p>8. State the nature of the transaction</p> |

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than one, the number of shares held by each
of

PURCHASE OF SHARES UNDER THE DIVIDEND
REINVESTMENT PLAN

them

SUSAN FUHRMAN

9. Number of shares, debentures or financial
instruments relating to shares acquired

174

10. Percentage of issued class acquired (treasury shares of
that class should not be taken into account when
calculating percentage)

0.00002%

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

\$13.609

14. Date and place of transaction

19 MAY 2008
USA

15. Total holding following notification and
total

percentage holding following notification
(any

treasury shares should not be taken into
account

when calculating percentage)

5900 0.00073%

16. Date issuer informed of transaction

3 JUNE 2008

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

- | | |
|----------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|
| 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 |
| 23. Any additional information | 24. Name of contact and telephone number for queries |

Name of authorised official of issuer responsible for making notification
JENNIFER BURTON, ASSISTANT COMPANY SECRETARY

Date of notification _____
4 JUNE 2008

Notes:

This form is intended for use by an issuer to make a RIS notification required by DR 3.3.

(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.

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: 04 June, 2008

By: /s/ STEPHEN JONES

Stephen Jones
Deputy Secretary