

PEARSON PLC  
Form 6-K  
June 13, 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 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

high 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

,  
**102**

,  
**900**

\*

BT Globenet Nominees  
Limited

9,

**588**

\*

Chase GA Group  
Nominees Limited

**1**

**8**

,

**159**

,

**681**

\*

Chase Nominees  
Limited

**1,**

**597**

,

**369**

\*

CUIM Nominee Limited

**5**

,

**1**

**01**

,

**785**

\*

Vidacos Nominees  
Limited

**1**

**7**

**1**

,

**5**

**7**

**8\***

\* denotes  
direct  
interest

R C Greig Nominees  
Limited

**1,450**  
BONY Londres IIS

**189,893**  
Chase Nominees  
Limited

**3**

**993**

**650**  
Delta Lloyd Institutionale  
Sustainable Futures Fund  
**70,234**

Vidacos Nominees  
Limited

**6,**

**9**

**80**

**,**

**736**

**5. Date of the transaction**

(and date on which the threshold is crossed or reached if different)

:

11 June  
2008

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

12 June  
2008

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

4%  
to  
3  
% 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	Number of shares	Number of voting rights	% of voting rights	
		v iii	Direct	Direct ix	Indirect xi	Direct Indirect
Ordinary Shares						
GB0006776081	43,796,638	43,796,638	3 2 , 142 , 901	3 2 , 142 , 901	1 1 , 235 , 963	3.98 1. % 3 9 %

**B: Financial Instruments**

**Resulting situation after the triggering transaction**

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

xiv

N/A

**Total (A+B)**

**N** % of voting rights  
**umber of voting rights**

43,  
378,864 5.  
37  
%

**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  
67  
,  
453.

**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: 13 June, 2008

By: /s/ STEPHEN JONES

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Stephen Jones  
Deputy Secretary