

PEARSON PLC
Form 6-K
July 09, 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 July 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):

Aviva plc & its subsidiaries

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

Registered Holder:

4. Full name of shareholder(s) (if different from 3.):

BNY Norwich Union
Nominees Limited
6,774,449*

BT Globenet
Nominees Limited

9,588*

Chase GA Group
Nominees Limited
15,670,590*

Chase Nominees
Limited
1,525,123*

CUIM Nominee
Limited
4,859,311*

Vidacos Nominees
Limited
171,578*

*
denotes direct interest

R C Greig Nominees
Limited
1,450

BONY Londres IIS
189,893

Chase Nominees
Limited
3,977,385

Delta Lloyd
Institutionale
Sustainable Futures
Fund
70,234

Vidacos Nominees
Limited
6,878,395

To be updated
61,140

5. Date of the transaction (and date on which the threshold is crossed or reached if different):

7 July 2008

6. Date on which issuer notified:

9 July 2008

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

5% to 4% change
at Combined Interest Level

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 viii	Number of shares Direct	Number of voting rights ix		% of voting rights	
				Direct x	Indirect xi	Direct	Indirect
Ordinary Shares							
GB0006776081	43,378,864	43,378,864	29,010,639	29,010,639	11,178,497	3.59%	1.38%

B: Financial Instruments

Resulting situation after the triggering transaction xii				
Type of financial instrument	Expiration date xiii	Exercise/ Conversion Period/ Date xiv	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
N/A				

Total (A+B)

Number of voting rights % of voting rights

40,189,136 4.97%

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 808,373,725

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: 09 July 2008

By: /s/ STEPHEN JONES

Stephen Jones
Deputy Secretary