

PEARSON PLC
Form 6-K
July 21, 2017

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 2017

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

TR-1: Standard form for notification of major holdings

1a. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attachedii: Pearson PLC

1b. Please indicate if the issuer is a non-UK issuer (please mark with an "X" if appropriate)

Non-UK issuer

2. Reason for the notification (please mark the appropriate box or boxes with an "X")

An acquisition or disposal of voting rights

X

An acquisition or disposal of financial instruments

An event changing the breakdown of voting rights

Other (please specify)iii:

3. Details of person subject to the notification obligationiv

Name Silchester International Investors
LLP

City and country of registered office (if applicable) London, UK

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

Name No individual shareholder holds more than 5% of voting rights.

City and country of registered office (if applicable) N/A

5. Date on which the threshold was crossed or reachedvi: 20th July 2017

6. Date on which issuer notified (DD/MM/YYYY): 21st July 2017

7. Total positions of person(s) subject to the notification obligation

	% of voting rights attached to shares (total of 8. A)	% of voting rights through financial instruments (total of 8.B 1 + 8.B 2)	Total of both in % (8.A + 8.B)	Total number of voting rights of issuervii
Resulting situation on the date on which threshold was crossed or reached	10.01%	Nil	10.01%	822,586,857
Position of previous notification (if applicable)	5.04%	Nil	5.04%	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reachedviii

A: Voting rights attached to shares

Class/type of shares ISIN code (if possible)	Number of voting rightsix		% of voting rights	
	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)	Direct (Art 9 of Directive 2004/109/EC) (DTR5.1)	Indirect (Art 10 of Directive 2004/109/EC) (DTR5.2.1)
GB0006776081		82,305,309		10.01%
SUBTOTAL 8. A	82,305,309		10.01%	

Edgar Filing: PEARSON PLC - Form 6-K

B 1: Financial Instruments according to Art. 13(1)(a) of Directive 2004/109/EC (DTR5.3.1.1 (a))

Type of financial instrument	Expirationdate ^x	Exercise/Conversion Period ^{xi}	Number of voting rights that may be acquired if the instrument is exercised/converted.	% of voting rights
N/A	N/A	N/A	N/A	N/A
SUBTOTAL 8. B 1			N/A	N/A

B 2: Financial Instruments with similar economic effect according to Art. 13(1)(b) of Directive 2004/109/EC (DTR5.3.1.1 (b))

Type of financial instrument	Expirationdate ^x	Exercise/Conversion Period ^{xi}	Physical or cash settlement ^{xii}	Number of voting rights	% of voting rights
N/A	N/A	N/A	N/A	N/A	N/A
SUBTOTAL 8.B.2				N/A	N/A

9. Information in relation to the person subject to the notification obligation (please mark the applicable box with an "X")

Person subject to the notification obligation is not controlled by any natural person or legal entity and does not control any other undertaking(s) holding directly or indirectly an interest in the (underlying) issuer^{xiii}

Full chain
of
controlled
undertakings
through
which the
voting
rights
and/or
the financial
instruments
are
effectively
held
starting
with the
ultimate
controlling
natural
person or
legal
entityxiv
(please
add
additional
rows as
necessary)

%
of
voting
rights
through
financial
instruments
if it
equals or
is higher
than the
notifiable
threshold

% of
voting
rights if it
equals or
is higher
than the
notifiable
threshold

if equals or is
higher than the
notifiable
threshold

if equals or is
higher than the
notifiable
threshold

N/A

10. In case of proxy
voting, please identify:

Name of the proxy holder Silchester International Investors LLP

The number and % of voting rights held N/A

The date until which the voting rights will be held N/A

11. Additional information
Silchester International Investors LLP ("Silchester") acts as investment manager for certain commingled funds (our "Clients"). In acting for our Clients, Silchester is given full discretion over their investments and is empowered to vote on their behalf. However, we do not act as our Clients' custodian and therefore shares are not held in our name but in the name of each Client's custodian bank.

Place of completion London, UK
Date of completion 21st July 2017

Natalie White
Deputy Company Secretary
Pearson plc

21 July 2017

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: 21 July 2017

By: /s/ NATALIE DALE

Natalie Dale

Deputy Company Secretary