

PEARSON PLC  
Form 6-K  
August 06, 2009

**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 August 2009

**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

Yes

No X

This Report includes the following documents:

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

Financial Services Authority

**TR-1: NOTIFICATION OF MAJOR INTEREST IN SHARES**

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

**2. Reason for the notification** (please tick the appropriate box or boxes):

An acquisition or disposal of voting rights **Yes**

An acquisition or disposal of qualifying financial instruments which may result

in the acquisition of shares  
 already issued to which  
 voting rights are attached.  
 An acquisition or disposal of  
 instruments with similar  
 economic effect to qualifying  
 financial instruments  
 An event changing the  
 breakdown of voting rights  
 Other (please specify):

- 3. Full name of person(s)  
 subject to the  
 notification obligation:** Legal &  
 General  
 Group Plc  
 (L&G)
- 4. Full name of  
 shareholder(s)  
 (if different from 3.):** Legal &  
 General  
 Assurance  
 (Pensions  
 Management)  
 Limited  
 (PMC)
- 5. Date of the transaction  
 and date on  
 which the threshold is  
 crossed or  
 reached:** 03 August  
 2009
- 6. Date on which issuer  
 notified:** 05 August  
 2009
- 7. Threshold(s) that is/are  
 crossed or  
 reached:** From 3%  
 - 4% (L&G)

**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 voting shares	% of voting rights
			Direct	Indirect
ORD	32,187,752	32,187,752	33,211,026	4.09

GBP 0.25

**B: Qualifying Financial Instruments**

Resulting situation after the triggering transaction

Type of financial instrument	Expiration date	Exercise/ Conversion Period	Number of voting rights that may be acquired if the instrument is exercised/ converted.	% of voting rights
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**C: Financial Instruments with similar economic effect to Qualifying Financial Instruments**

Resulting situation after the triggering transaction

Type of financial instrument	Exercise price	Expiration date	Exercise/ Conversion period	Number of voting rights instrument refers to	% of voting rights	Delta
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**Total (A+B+C)**

Number of voting rights

33,211,026

Percentage of voting rights

4.09

**9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable**

Legal & General Group Plc (Direct and Indirect) (Group)

Legal & General Investment Management (Holdings) Limited (LGIMH) (Direct and Indirect)

Legal & General Investment Management Limited (Indirect) (LGIM)

Legal & General Group Plc (Direct) (L&G) ( 33,211,026 -4.09 % = LGAS, LGPL & PMC)

Legal & General Investment Management (Holdings) Limited (Direct)

(LGIMHD) ( 30,387,432-3.75 % = PMC)

Legal & General Insurance Holdings

Limited (Direct) (LGIH)

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Legal & General Assurance (Pensions Management) Limited (PMC)  
( 30,387,432-3.75 % = PMC)  
(LGAS & LGPL)

Legal & General Assurance Society Limited

Legal & General Pensions

Limited (Direct) (LGPL)

**Proxy Voting:**

**10. Name of the proxy holder:** N/A

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

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

**13. Additional information:** Notification using the total voting rights  
figure of  
810,283,109  
**14. Contact name:** Helen Lewis (LGIM)  
**15. Contact telephone number:** 020 3124 3851

**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: 06 August, 2009

By: /s/ STEPHEN JONES

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Stephen Jones

