

PEARSON PLC
Form 6-K
May 12, 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 May 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):

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
,
211
,
569
*

BT Globenet Nominees Limited

**9,
588

Chase GA Group Nominees
Limited

**1
8
,
422
,
724

Chase Nominees Limited

**1,
624
,
180

CUIM Nominee Limited

**5
,
189
,
214

Triodos SICAV I Values Equity
Fund

**6,000

Vidacos Nominees Limited

1

78

,

57

8*

* denotes

direct

interest

R C Greig Nominees Limited

1,450

BONY Londres IIS

189,893

Chase Nominees Limited

3

,

8

88

,

282

Delta Lloyd Institutionale

Sustainable Futures Fund

70,234

Triodos Meerwaarde Aandelen

Fonds

70,000

Triodos Meerwaarde Mixfonds

12,000

Vidacos Nominees Limited

6,

922

,

926

5. Date of the transaction

(and date on which the threshold is crossed or reached if different)
 : 0
 7 May
 2008

6. Date on which issuer notified:
 0
 9
 May
 2008

7. Threshold(s) that is/are crossed or reached:
 3
 % to
 4
 % 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 v iii | Number of shares | Number of voting rights ix | % of voting rights | | |
| | | | Direct | Direct xi | Indirect | Direct | Indirect |
| | | | | | | | |
| Ordinary Shares | | | | | | | |
| GB0006776081 | 41,301,715 | 41,301,715 | 3 2 , 641 , 853 | 3 2 , 641 , 853 | 1 1 , 154 , 785 | 4.04 % % | 1. 3 8 % |

B: Financial Instruments

Resulting situation after the triggering transaction

| xii | | | | |
|------------------------------|-------------------------|---|---|--------------------|
| Type of financial instrument | Expiration date xiii | 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) Number of voting rights | % of voting rights |
|--|--------------------|
|--|--------------------|

| | |
|------------|-----------|
| 43,796,638 | 5.42 % |
|------------|-----------|

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
59

,

145

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: 12 May 2008

By: /s/ STEPHEN JONES

Stephen Jones
Deputy Secretary