

PEARSON PLC  
Form 6-K  
September 17, 2018

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 September 2018

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 attached: 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: i. Type 1 Disclosure as per the Transparency Directive II Regulation X

3. Details of person subject to the notification obligation iv  
Name Schroders plc  
City and country of registered office (if applicable) London, UK

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

City and country of registered office (if applicable)  
5. Date on which the threshold was crossed or reached vi : 13/09/2018  
6. Date on which issuer notified (DD/MM/YYYY): 14/09/2018

	% 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 issuer vii
Resulting situation on the date on which threshold was crossed or reached	12.910%	0.004%	12.914%	781,058,565
Position of previous notification (if applicable)	13.392%	0.001%	13.393%	

8. Notified details of the resulting situation on the date on which the threshold was crossed or reached viii  
A: Voting rights attached to shares

Class/type of shares ISIN code (if possible)	Number of voting rights ix		% 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		100,833,078		12.910%
SUBTOTAL 8. A	100,833,078		12.910%	

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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
CFD	N/A	N/A	30,222	0.004%
SUBTOTAL 8. B 1			30,222	0.004%

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 contracts settlement rights xii	Number of voting rights	% of voting rights
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 entity xiv (please add additional X rows as necessary)

Name xv	% of voting rights if it equals or is higher than the notifiable threshold	% of voting rights through financial instruments if it equals or is higher than the notifiable threshold	Total of both if it equals or is higher than the notifiable threshold
Schroders plc Schroder Administration Limited Schroder Wealth Holdings Limited Schroder & Co. Limited			
Schroders plc Schroder Administration Limited			

Schroder Wealth Holdings  
Limited  
Schroders (C.I.) Limited

Schroders plc  
Schroder Administration  
Limited  
Schroder International  
Holdings Limited  
Schroder Investment  
Management Limited

12.910%

N/A

12.914%

10. In case of proxy voting, please identify:  
Name of the proxy holder  
The number and % of voting rights held  
The date until which the voting rights will be held

11. Additional information xvi

Place of completion London, UK  
Date of completion 14 September 2018

Natalie White  
Deputy Company Secretary  
Pearson plc

17 September 2018

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: 17 September 2018

By: /s/ NATALIE WHITE

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Natalie White  
Deputy Company Secretary