

PEARSON PLC  
Form 6-K  
February 22, 2019

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 February 2019

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

NOTIFICATION OF MAJOR HOLDINGS (to be sent to the relevant issuer and to the FCA in Microsoft Word format if possible)i

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

An acquisition or disposal of financial instruments

X

An event changing the breakdown of voting rights

Other (please specify)iii

3. Details of person subject to the notification obligationiv

Name

The Goldman Sachs Group, Inc.

City and country of registered office (if applicable)

Corporation Trust Center, 1209 Orange Street,  
Wilmington DE 19801, USA

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

Name

Goldman Sachs International

City and country of registered office (if applicable)

Peterborough Court, 133 Fleet Street, London  
EC4A 2BB, UK

5. Date on which the threshold was crossed or reachedvi:

19/02/2019

6. Date on which issuer notified (DD/MM/YYYY):

21/02/2019

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 | 0.55%                                                 | 6.62%                                                                     | 7.17%                          | 781,409,422                                |
| Position of previous notification (if applicable)                         | 0.54%                                                 | 6.38%                                                                     | 6.92%                          |                                            |

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

A: Voting rights attached to shares

|                                                 | Number of voting rightsix                              |                                                             | % of voting rights                                     |                                                             |
|-------------------------------------------------|--------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------|-------------------------------------------------------------|
| Class/type of shares<br>ISIN code (if possible) | Direct<br>(Art 9 of Directive 2004/109/EC)<br>(DTR5.1) | Indirect<br>(Art 10 of Directive 2004/109/EC)<br>(DTR5.2.1) | Direct<br>(Art 9 of Directive 2004/109/EC)<br>(DTR5.1) | Indirect<br>(Art 10 of Directive 2004/109/EC)<br>(DTR5.2.1) |
| GB0006776081                                    |                                                        | 3,771,821                                                   |                                                        | 0.48%                                                       |
| US7050151056                                    |                                                        | 531,067                                                     |                                                        | 0.07%                                                       |



The Goldman Sachs Group, Inc.  
 GSAM Holdings LLC  
 Goldman Sachs Asset Management,  
 L.P.  
 Goldman Sachs Asset Management  
 International Holdings L.L.C.  
 Goldman Sachs Asset Management  
 Co., Ltd.

The Goldman Sachs Group, Inc.  
 GSAM Holdings LLC  
 Goldman Sachs Asset Management,  
 L.P.

10. In case of proxy voting, please identify:

|                                                     |     |
|-----------------------------------------------------|-----|
| Name of the proxy holder                            | N/A |
| The number and % of voting rights held              | N/A |
| The date until which the voting rights will be held | N/A |

11. Additional information<sup>xvi</sup>

Please note, total amount of voting rights have been rounded to 2 decimal places therefore there is a possibility of a rounding error.

General email contact:

gs-regops-emea-position-enquiries@gs.com

Place of completion London

Date of completion 21/02/2019

Natalie White

Deputy Company Secretary

Pearson plc

22 February 2019

#### Annexure

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 | Expiration date <sup>x</sup> | Exercise/Conversion period <sup>xi</sup> | Physical or cash settlement <sup>xii</sup> | Number of voting rights | % of voting rights |
|------------------------------|------------------------------|------------------------------------------|--------------------------------------------|-------------------------|--------------------|
| CFD                          | 15-Sep-2028                  |                                          | Cash                                       | 3,347,875               | 0.43%              |
| CFD                          | 10-Dec-2025                  |                                          | Cash                                       | 2,650,131               | 0.34%              |
| CFD                          | 20-Oct-2027                  |                                          | Cash                                       | 1,846,611               | 0.24%              |
| CFD                          | 23-Sep-2020                  |                                          | Cash                                       | 1,834,093               | 0.23%              |
| CFD                          | 4-Dec-2023                   |                                          | Cash                                       | 1,578,008               | 0.20%              |

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|      |             |      |           |       |
|------|-------------|------|-----------|-------|
| CFD  | 21-Feb-2024 | Cash | 1,300,000 | 0.17% |
| CFD  | 7-Feb-2024  | Cash | 1,240,000 | 0.16% |
| CFD  | 19-Feb-2029 | Cash | 1,140,898 | 0.15% |
| CFD  | 21-Feb-2024 | Cash | 1,100,000 | 0.14% |
| Swap | 28-Jul-2021 | Cash | 1,050,699 | 0.13% |
| CFD  | 14-Feb-2024 | Cash | 970,000   | 0.12% |
| CFD  | 12-Feb-2024 | Cash | 865,494   | 0.11% |
| CFD  | 26-Jan-2024 | Cash | 865,000   | 0.11% |
| Swap | 28-Jul-2021 | Cash | 757,148   | 0.10% |
| CFD  | 17-Jul-2020 | Cash | 667,745   | 0.09% |
| CFD  | 29-Jan-2024 | Cash | 663,999   | 0.08% |
| CFD  | 31-Jan-2029 | Cash | 445,560   | 0.06% |
| CFD  | 6-Dec-2028  | Cash | 440,459   | 0.06% |
| CFD  | 14-Feb-2024 | Cash | 419,554   | 0.05% |
| CFD  | 12-Jul-2023 | Cash | 410,818   | 0.05% |
| CFD  | 9-Feb-2024  | Cash | 406,520   | 0.05% |
| CFD  | 16-Feb-2029 | Cash | 394,000   | 0.05% |
| CFD  | 9-Sep-2021  | Cash | 384,939   | 0.05% |
| CFD  | 20-Oct-2027 | Cash | 378,633   | 0.05% |
| CFD  | 18-Jan-2029 | Cash | 378,017   | 0.05% |
| CFD  | 20-Oct-2027 | Cash | 369,444   | 0.05% |
| CFD  | 19-Feb-2029 | Cash | 359,102   | 0.05% |
| CFD  | 15-Jul-2021 | Cash | 328,703   | 0.04% |
| CFD  | 16-Jun-2028 | Cash | 328,703   | 0.04% |
| Swap | 30-Nov-2023 | Cash | 300,000   | 0.04% |
| CFD  | 19-Feb-2024 | Cash | 265,000   | 0.03% |
| CFD  | 24-Mar-2028 | Cash | 259,000   | 0.03% |
| CFD  | 4-Dec-2023  | Cash | 251,216   | 0.03% |
| Swap | 3-Feb-2023  | Cash | 250,801   | 0.03% |
| Swap | 29-Nov-2023 | Cash | 250,000   | 0.03% |
| CFD  | 19-May-2027 | Cash | 230,013   | 0.03% |
| CFD  | 4-Dec-2023  | Cash | 228,893   | 0.03% |
| Swap | 29-Nov-2023 | Cash | 225,000   | 0.03% |
| Swap | 18-Jan-2024 | Cash | 222,460   | 0.03% |
| CFD  | 27-Sep-2028 | Cash | 217,594   | 0.03% |
| CFD  | 21-Feb-2024 | Cash | 215,238   | 0.03% |
| CFD  | 23-Aug-2028 | Cash | 204,000   | 0.03% |
| Swap | 28-Jul-2021 | Cash | 203,317   | 0.03% |
| Swap | 2-Feb-2023  | Cash | 198,606   | 0.03% |
| CFD  | 21-Jun-2028 | Cash | 183,245   | 0.02% |
| Swap | 18-Jan-2024 | Cash | 183,004   | 0.02% |
| Swap | 21-May-2019 | Cash | 177,447   | 0.02% |
| Swap | 28-Jul-2021 | Cash | 170,231   | 0.02% |
| CFD  | 21-Feb-2024 | Cash | 170,178   | 0.02% |
| CFD  | 18-Jan-2029 | Cash | 170,000   | 0.02% |
| CFD  | 31-Jan-2029 | Cash | 166,473   | 0.02% |
| Swap | 1-Feb-2024  | Cash | 155,100   | 0.02% |
| CFD  | 18-Jan-2029 | Cash | 152,120   | 0.02% |
| CFD  | 25-Jan-2029 | Cash | 152,120   | 0.02% |
| CFD  | 16-Feb-2024 | Cash | 140,912   | 0.02% |
| CFD  | 31-Jan-2024 | Cash | 136,001   | 0.02% |

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|             |             |      |         |       |
|-------------|-------------|------|---------|-------|
| CFD         | 17-Jan-2029 | Cash | 135,485 | 0.02% |
| CFD         | 22-Nov-2028 | Cash | 134,667 | 0.02% |
| Swap        | 28-Jul-2021 | Cash | 131,070 | 0.02% |
| Swap        | 17-Sep-2020 | Cash | 123,752 | 0.02% |
| CFD         | 2-Feb-2029  | Cash | 122,404 | 0.02% |
| CFD         | 18-Jan-2029 | Cash | 118,983 | 0.02% |
| Swap        | 3-Feb-2023  | Cash | 117,797 | 0.02% |
| CFD         | 31-Jan-2029 | Cash | 115,429 | 0.01% |
| CFD         | 25-Feb-2027 | Cash | 115,007 | 0.01% |
| Swap        | 22-Mar-2019 | Cash | 113,300 | 0.01% |
| CFD         | 19-Jan-2029 | Cash | 110,000 | 0.01% |
| CFD         | 9-Sep-2021  | Cash | 109,171 | 0.01% |
| CFD         | 15-Feb-2022 | Cash | 107,000 | 0.01% |
| Swap        | 18-Jan-2024 | Cash | 106,899 | 0.01% |
| CFD         | 10-Mar-2028 | Cash | 105,601 | 0.01% |
| CFD         | 4-Dec-2023  | Cash | 102,090 | 0.01% |
| Swap        | 18-Jan-2024 | Cash | 101,869 | 0.01% |
| CFD         | 18-Jan-2029 | Cash | 100,000 | 0.01% |
| CFD         | 12-Jun-2028 | Cash | 98,591  | 0.01% |
| CFD         | 22-Feb-2021 | Cash | 97,368  | 0.01% |
| CFD         | 21-Feb-2029 | Cash | 93,554  | 0.01% |
| Swap        | 2-Feb-2023  | Cash | 93,281  | 0.01% |
| Swap        | 29-Nov-2023 | Cash | 91,988  | 0.01% |
| Swap        | 14-Jun-2023 | Cash | 86,565  | 0.01% |
| CFD         | 8-Feb-2024  | Cash | 86,367  | 0.01% |
| CFD         | 31-Jan-2029 | Cash | 85,399  | 0.01% |
| Swap        | 12-Jul-2023 | Cash | 84,590  | 0.01% |
| CFD         | 31-Jan-2029 | Cash | 83,905  | 0.01% |
| CFD         | 21-Feb-2024 | Cash | 82,784  | 0.01% |
| Call Option | 16-Apr-2019 | Cash | 82,746  | 0.01% |
| CFD         | 11-Aug-2023 | Cash | 82,374  | 0.01% |
| CFD         | 26-Nov-2021 | Cash | 80,948  | 0.01% |
| CFD         | 18-Jan-2029 | Cash | 80,000  | 0.01% |
| Call Option | 7-May-2019  | Cash | 75,715  | 0.01% |
| CFD         | 21-Feb-2024 | Cash | 75,051  | 0.01% |
| CFD         | 18-Jan-2029 | Cash | 75,000  | 0.01% |
| Swap        | 7-Jul-2023  | Cash | 73,094  | 0.01% |
| CFD         | 17-Jul-2028 | Cash | 71,500  | 0.01% |
| Swap        | 3-Feb-2023  | Cash | 68,758  | 0.01% |
| Swap        | 29-Nov-2023 | Cash | 65,026  | 0.01% |
| Call Option | 9-Apr-2019  | Cash | 64,474  | 0.01% |
| CFD         | 20-Oct-2021 | Cash | 64,000  | 0.01% |
| Swap        | 18-Jan-2024 | Cash | 62,356  | 0.01% |
| CFD         | 16-Feb-2024 | Cash | 60,750  | 0.01% |
| CFD         | 9-Feb-2029  | Cash | 60,475  | 0.01% |
| CFD         | 19-Jan-2029 | Cash | 60,000  | 0.01% |
| Swap        | 18-Jan-2024 | Cash | 59,338  | 0.01% |
| CFD         | 5-Nov-2027  | Cash | 59,199  | 0.01% |
| Swap        | 15-Jun-2023 | Cash | 57,709  | 0.01% |
| Swap        | 5-Sep-2019  | Cash | 55,700  | 0.01% |
| CFD         | 4-Dec-2023  | Cash | 54,900  | 0.01% |

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|             |             |      |        |        |
|-------------|-------------|------|--------|--------|
| Swap        | 2-Feb-2023  | Cash | 54,448 | 0.01%  |
| Swap        | 5-Sep-2019  | Cash | 53,400 | 0.01%  |
| Call Option | 8-May-2019  | Cash | 53,233 | 0.01%  |
| CFD         | 21-Feb-2024 | Cash | 52,715 | 0.01%  |
| CFD         | 4-Dec-2023  | Cash | 50,954 | 0.01%  |
| CFD         | 19-Jan-2029 | Cash | 50,000 | 0.01%  |
| CFD         | 1-Mar-2028  | Cash | 48,879 | 0.01%  |
| CFD         | 18-Jan-2029 | Cash | 47,880 | 0.01%  |
| CFD         | 25-Jan-2029 | Cash | 47,880 | 0.01%  |
| CFD         | 2-Feb-2029  | Cash | 45,733 | 0.01%  |
| CFD         | 25-Jan-2029 | Cash | 45,600 | 0.01%  |
| Call Option | 17-Apr-2019 | Cash | 44,099 | 0.01%  |
| Swap        | 1-Feb-2023  | Cash | 43,214 | 0.01%  |
| CFD         | 9-Feb-2029  | Cash | 42,813 | 0.01%  |
| CFD         | 17-Jul-2020 | Cash | 41,727 | 0.01%  |
| Swap        | 14-Jun-2023 | Cash | 40,052 | 0.01%  |
| CFD         | 10-Mar-2028 | Cash | 39,897 | 0.01%  |
| Swap        | 12-Jul-2023 | Cash | 37,897 | 0.005% |
| CFD         | 17-Nov-2028 | Cash | 36,622 | 0.005% |
| CFD         | 21-Jul-2028 | Cash | 34,000 | 0.004% |
| CFD         | 25-Apr-2019 | Cash | 33,191 | 0.004% |
| CFD         | 2-Feb-2029  | Cash | 33,056 | 0.004% |
| Swap        | 7-Jul-2023  | Cash | 32,746 | 0.004% |
| CFD         | 14-Feb-2029 | Cash | 32,485 | 0.004% |
| CFD         | 31-Jan-2029 | Cash | 31,908 | 0.004% |
| CFD         | 31-Jan-2029 | Cash | 31,349 | 0.004% |
| CFD         | 14-Jul-2023 | Cash | 30,500 | 0.004% |
| Swap        | 12-Jun-2023 | Cash | 30,225 | 0.004% |
| CFD         | 17-Jul-2023 | Cash | 29,700 | 0.004% |
| CFD         | 25-Apr-2019 | Cash | 29,469 | 0.004% |
| CFD         | 21-Feb-2029 | Cash | 29,446 | 0.004% |
| CFD         | 1-Mar-2028  | Cash | 28,604 | 0.004% |
| CFD         | 14-Feb-2029 | Cash | 27,575 | 0.004% |
| Swap        | 15-Jun-2023 | Cash | 26,702 | 0.003% |
| CFD         | 6-Jul-2023  | Cash | 25,488 | 0.003% |
| CFD         | 21-Feb-2024 | Cash | 24,949 | 0.003% |
| CFD         | 18-Sep-2019 | Cash | 24,830 | 0.003% |
| CFD         | 25-Apr-2019 | Cash | 24,541 | 0.003% |
| CFD         | 26-Nov-2021 | Cash | 24,179 | 0.003% |
| Swap        | 14-Jun-2023 | Cash | 23,383 | 0.003% |
| CFD         | 9-Feb-2029  | Cash | 22,595 | 0.003% |
| Swap        | 11-Feb-2020 | Cash | 22,499 | 0.003% |
| Swap        | 12-Jul-2023 | Cash | 22,173 | 0.003% |
| CFD         | 31-Jan-2029 | Cash | 22,124 | 0.003% |
| CFD         | 31-Jan-2029 | Cash | 21,737 | 0.003% |
| Swap        | 1-Feb-2023  | Cash | 20,297 | 0.003% |
| CFD         | 16-Feb-2024 | Cash | 20,250 | 0.003% |
| CFD         | 25-Apr-2019 | Cash | 19,385 | 0.002% |
| Swap        | 7-Jul-2023  | Cash | 19,160 | 0.002% |
| CFD         | 23-Nov-2028 | Cash | 17,711 | 0.002% |
| CFD         | 21-Feb-2024 | Cash | 17,285 | 0.002% |

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|             |             |      |               |
|-------------|-------------|------|---------------|
| CFD         | 9-Feb-2029  | Cash | 16,930 0.002% |
| Swap        | 17-Sep-2020 | Cash | 16,742 0.002% |
| Swap        | 28-Mar-2019 | Cash | 16,200 0.002% |
| Swap        | 22-May-2020 | Cash | 16,129 0.002% |
| CFD         | 9-Feb-2029  | Cash | 15,996 0.002% |
| CFD         | 4-Dec-2023  | Cash | 15,819 0.002% |
| Swap        | 30-Apr-2019 | Cash | 15,800 0.002% |
| Swap        | 4-Feb-2022  | Cash | 15,710 0.002% |
| CFD         | 17-Jan-2029 | Cash | 15,700 0.002% |
| Swap        | 15-Jun-2023 | Cash | 15,589 0.002% |
| CFD         | 11-Nov-2020 | Cash | 15,090 0.002% |
| CFD         | 15-Feb-2024 | Cash | 14,534 0.002% |
| Swap        | 31-Dec-2019 | Cash | 14,300 0.002% |
| Swap        | 12-Jun-2023 | Cash | 13,985 0.002% |
| Swap        | 4-Feb-2022  | Cash | 13,826 0.002% |
| Swap        | 4-Feb-2022  | Cash | 13,507 0.002% |
| Swap        | 3-Nov-2021  | Cash | 12,609 0.002% |
| CFD         | 9-Feb-2029  | Cash | 12,562 0.002% |
| CFD         | 14-Feb-2029 | Cash | 12,137 0.002% |
| CFD         | 9-Feb-2029  | Cash | 11,984 0.002% |
| Swap        | 1-Feb-2023  | Cash | 11,847 0.002% |
| Swap        | 18-Mar-2020 | Cash | 11,600 0.001% |
| Swap        | 31-Dec-2019 | Cash | 10,900 0.001% |
| CFD         | 28-Oct-2020 | Cash | 10,812 0.001% |
| Swap        | 6-Mar-2020  | Cash | 10,500 0.001% |
| CFD         | 14-Feb-2029 | Cash | 10,303 0.001% |
| CFD         | 15-Feb-2029 | Cash | 9,435 0.001%  |
| CFD         | 14-Jan-2021 | Cash | 9,358 0.001%  |
| CFD         | 14-Jan-2021 | Cash | 9,153 0.001%  |
| CFD         | 14-Feb-2029 | Cash | 9,094 0.001%  |
| Call Option | 12-Mar-2019 | Cash | 8,559 0.001%  |
| Swap        | 12-Feb-2020 | Cash | 8,429 0.001%  |
| Swap        | 12-Jun-2023 | Cash | 8,165 0.001%  |
| Call Option | 7-May-2019  | Cash | 7,834 0.001%  |
| Swap        | 11-Feb-2020 | Cash | 7,757 0.001%  |
| CFD         | 14-Feb-2029 | Cash | 7,720 0.001%  |
| CFD         | 25-Jan-2029 | Cash | 7,400 0.001%  |
| CFD         | 7-Feb-2029  | Cash | 7,263 0.001%  |
| CFD         | 1-Feb-2029  | Cash | 6,777 0.001%  |
| Swap        | 22-May-2020 | Cash | 6,507 0.001%  |
| Swap        | 22-May-2020 | Cash | 6,153 0.001%  |
| CFD         | 1-Feb-2029  | Cash | 5,100 0.001%  |
| CFD         | 9-Feb-2029  | Cash | 5,085 0.001%  |
| CFD         | 15-Dec-2027 | Cash | 5,000 0.001%  |
| CFD         | 8-Mar-2028  | Cash | 5,000 0.001%  |
| CFD         | 12-May-2028 | Cash | 5,000 0.001%  |
| Swap        | 22-May-2020 | Cash | 4,774 0.001%  |
| CFD         | 9-Feb-2029  | Cash | 4,694 0.001%  |
| Call Option | 8-Mar-2019  | Cash | 4,387 0.001%  |
| CFD         | 4-Feb-2022  | Cash | 4,300 0.001%  |
| CFD         | 9-Feb-2029  | Cash | 3,966 0.001%  |

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|-------------|-------------|------|---------------|
| Swap        | 22-May-2020 | Cash | 3,941 0.001%  |
| Call Option | 12-Apr-2019 | Cash | 3,657 0.0005% |
| Swap        | 3-Nov-2021  | Cash | 3,634 0.0005% |
| Call Option | 5-Mar-2019  | Cash | 3,545 0.0005% |
| CFD         | 9-Feb-2029  | Cash | 3,517 0.0005% |
| CFD         | 25-Jan-2029 | Cash | 3,348 0.0004% |
| Swap        | 22-May-2020 | Cash | 3,050 0.0004% |
| Call Option | 6-Mar-2019  | Cash | 2,916 0.0004% |
| Swap        | 12-Feb-2020 | Cash | 2,916 0.0004% |
| Swap        | 22-May-2020 | Cash | 2,857 0.0004% |
| Call Option | 10-Apr-2019 | Cash | 2,814 0.0004% |
| Swap        | 3-Nov-2021  | Cash | 2,556 0.0003% |
| CFD         | 14-Feb-2024 | Cash | 2,500 0.0003% |
| Swap        | 4-Feb-2022  | Cash | 2,470 0.0003% |
| CFD         | 28-Oct-2020 | Cash | 2,350 0.0003% |
| CFD         | 28-Oct-2020 | Cash | 2,350 0.0003% |
| Swap        | 3-Nov-2021  | Cash | 2,214 0.0003% |
| Call Option | 4-Apr-2019  | Cash | 2,147 0.0003% |
| CFD         | 9-Feb-2029  | Cash | 1,900 0.0002% |
| Swap        | 22-May-2020 | Cash | 1,768 0.0002% |
| CFD         | 9-Feb-2029  | Cash | 1,424 0.0002% |
| CFD         | 5-Feb-2029  | Cash | 1,226 0.0002% |
| CFD         | 1-Feb-2029  | Cash | 1,200 0.0002% |
| CFD         | 14-Feb-2029 | Cash | 1,200 0.0002% |
| CFD         | 31-Jan-2029 | Cash | 1,000 0.0001% |
| CFD         | 7-Feb-2029  | Cash | 908 0.0001%   |
| Call Option | 25-Feb-2019 | Cash | 862 0.0001%   |
| CFD         | 14-Feb-2029 | Cash | 700 0.0001%   |
| CFD         | 7-Feb-2029  | Cash | 646 0.0001%   |
| Swap        | 22-May-2020 | Cash | 461 0.0001%   |
| Swap        | 22-May-2020 | Cash | 419 0.0001%   |
| Call Option | 12-Mar-2019 | Cash | 394 0.0001%   |
| Swap        | 22-May-2020 | Cash | 329 0.00004%  |
| Swap        | 22-May-2020 | Cash | 323 0.00004%  |
| CFD         | 21-Feb-2029 | Cash | 300 0.00004%  |
| Call Option | 8-Apr-2019  | Cash | 287 0.00004%  |
| Call Option | 22-Feb-2019 | Cash | 216 0.00003%  |
| CFD         | 1-Feb-2029  | Cash | 200 0.00003%  |
| CFD         | 12-Feb-2029 | Cash | 200 0.00003%  |
| CFD         | 16-Feb-2029 | Cash | 100 0.00001%  |
| Swap        | 4-Mar-2020  | Cash | 23 0.000003%  |
| Call Option | 22-Feb-2019 | Cash | 15 0.000002%  |
| Call Option | 22-Feb-2019 | Cash | 0.000001%     |

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Total Number of voting rights and percentage of voting rights 39,251,646 5.02%  
 Additional information: Please note, total amount of voting rights have been rounded to 2 decimal places therefore there is a possibility of a rounding error.

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: 22 February 2019

By: /s/ NATALIE WHITE

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Natalie White  
Deputy Company Secretary