

PEARSON PLC  
Form 6-K  
January 23, 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 January, 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 is furnishing the information

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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 Director/PDMR Shareholding

23 January 2009

**DIRECTOR/PDMR SHAREHOLDING**

The Financial Services Authority recently clarified the disclosure obligations for PDMRs who grant security over their shareholdings.

Dame Marjorie Scardino informed the board on 9 December 2008 that between March 2006 and May 2008 she granted security to HSBC over part of her holding in Pearson ordinary shares, along with a range of other assets, to secure personal borrowings.

At the close of business on 22 January 2009, this arrangement covered 216,668 shares representing less than 0.03% of the total number of Pearson ordinary shares in issue. As of today, her total shareholding in Pearson was 632,755 ordinary shares, equivalent to 0.078% of Pearson's issued share capital.

The voting and dividend rights relating to these shares have remained with Dame Marjorie at all times. She does not anticipate the security ever being realised, and she therefore expects to retain the full beneficial ownership of these shares.

**ENDS**

**SIGNATURE**

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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: 23 January, 2009

By: /s/ STEPHEN JONES

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Stephen Jones  
Deputy Secretary