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PEARSON PLC  
Form 6-K  
June 19, 2003

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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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 June, 2003

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

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This Report includes the following documents:

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

To RNS

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Notification of change in interest in shares

We write in accordance with rule 9.12, under the continuing obligations section of the Listing Rules, to notify you that we have today received information that, pursuant to section 198 of the Companies Act 1985, the shareholding of The Capital Group Companies, Inc., which equals 104,380,995 shares, now represents 13.02% of the issued ordinary share capital of Pearson plc.

The registered holders of the shares are listed on the schedules below.

From Pearson plc

As of 17 June 2003

Pearson plc

	Number of Shares	Percent of Outstanding
The Capital Group Companies, Inc. ("CG") holdings	104,380,995	13.020%
Holdings by CG Management Companies and Funds:		
- Capital Guardian Trust Company	66,825,780	8.336%
- Capital International Limited	11,206,676	1.398%
- Capital International S.A.	6,565,983	0.819%
- Capital International, Inc.	10,445,284	1.303%
- Capital Research and Management Company	9,337,272	1.165%

### Schedule A

Schedule of holdings in Pearson plc  
As of 17 June 2003

#### Capital Guardian Trust Company

Registered Name	Local Shares
State Street Nominees Limited	9,765,571
Bank of New York Nominees	1,539,233
Chase Nominees Limited	26,792,159
BT Globenet Nominees Ltd	606,035
Midland Bank plc	12,301,000
Deutsche Bank Mannheim	1,100
Bankers Trust	2,902,300
Barclays Bank	1,446,300
Citibank London	1,078,286

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Nortrust Nominees	9,002,992
Royal Bank of Scotland	50,900
MSS Nominees Limited	113,400
State Street Bank & Trust Co.	77,800
Deutsche Bank AG	2,100
HSBC Bank plc	13,300
ROY Nominees Limited	45,400
Mellon Nominees (UK) Limited	1,087,904
TOTAL	66,825,780

### Schedule B

#### Capital International Limited

Registered Name	Local Shares
State Street Nominees Limited	488,462
Bank of New York Nominees	3,218,451
Northern Trust	544,535
Chase Nominees Limited	1,602,940
Midland Bank plc	60,300
Bankers Trust	1,220,958
Barclays Bank	24,200
Citibank London	44,800
Morgan Guaranty	200,559
Nortrust Nominees	1,740,164
Royal Bank of Scotland	8,100
MSS Nominees Limited	91,200
State Street Bank & Trust Co.	247,500
Lloyds Bank	37,100
Deutsche Bank AG	778,236
HSBC Bank plc	630,630
Mellon Bank N.A.	11,016
KAS UK	37,125

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Bank One London	146,300
Clydesdale Bank plc	74,100
	TOTAL
	11,206,676

Schedule B

Capital International S.A.

Registered Name	Local Shares
State Street Nominees Limited	10,636
Bank of New York Nominees	89,027
Chase Nominees Limited	2,778,115
Credit Suisse London Branch	20,000
Midland Bank plc	560,000
Barclays Bank	746,518
Citibank London	27,000
Brown Bros.	73,900
Nortrust Nominees	11,300
Morgan Stanley	12,900
Royal Bank of Scotland	1,101,118
MSS Nominees Limited	17,800
J.P. Morgan	475,600
State Street Bank & Trust Co.	72,600
National Westminster Bank	76,600
Lloyds Bank	85,800
Vidacos Nominees Ltd.	44,090
RBSTB Nominees Ltd.	31,027
Citibank NA	12,000
Deutsche Bank AG	138,752
HSBC Bank plc	181,200
	TOTAL
	6,565,983

Schedule B

Capital International, Inc

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Registered Name	Local Shares
State Street Nominees Limited	3,423,476
Bank of New York Nominees	1,132,790
Chase Nominees Limited	2,810,940
Midland Bank plc	255,400
Deutsche Bank Mannheim	33,600
Bankers Trust	51,500
Citibank London	174,100
Nortrust Nominees	853,898
Royal Bank of Scotland	173,700
State Street Bank & Trust Co.	899,996
RBSTB Nominees Ltd.	38,500
Citibank NA	303,257
Deutsche Bank AG	93,000
Chase Manhattan Nominee Ltd.	15,927
HSBC Bank plc	185,200
TOTAL	10,445,284

### Schedule B

#### Capital Research and Management Company

Registered Name	Local Shares
State Street Nominees Limited	500,000
Chase Nominees Limited	8,837,272
TOTAL	9,337,272

### Schedule B

### 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

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undersigned, thereunto duly authorized.

PEARSON plc

Date: 19 June, 2003

By: /s/ STEPHEN JONES

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Stephen Jones  
Deputy Secretary