PEARSON PLC Form 6-K May 11, 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 May 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 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

No X Yes

This Report includes the following documents:

1. A press release from Pearson plc announcing Director/PDMR Shareholding

notification of transactions of directors, persons

discharging managerial responsibility or connected persons

This form is intended for use by an issuer to make a RIS notification required by

DR

3.14R(1).

(1)

An

making a notification in respect of a transaction relating to the

shares

or debentures of the

issuer

should complete

boxes 1 to 16

, 23 and 24.

(2)

An

issuer

making a notification in respect of a derivative relating the

shares

of the

issuer

should complete

boxes 1 to 4

, 6, 8, 13, 14, 16, 23 and 24.

(3)

An

issuer

making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete

boxes 1 to 3

and 17 to 24.

(4)

An

issuer

making a notification in respect of a

financial instrument

relating to the

shares

of the

issuer

(other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes should in block capital letters.

1. Name of the

issuer

PEARSON PLC

2. State whether the notification relates to (i) a transaction notified in accordance with

DR

3.1.4R(1)(a)

(ii)

DR

3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

• both (i) and (ii)

BOTH (i) AND (ii)

4. State whether notification relates to a

person

connected with a

person discharging managerial responsibilities/director named in 3 and identify the

connected person

Description of

(including

N/A

shares

5. Indicate whether the notification is in respect of a6

holding of the

person

3. Name of

referred to in 3 or 4 above or in respect of a

person discharging managerial

responsibilities/director

DAVID ARCULUS

HOLDING

non-beneficial interest

class

), debentures or derivatives or financial instruments relating

to

shares

ORDINARY 25P EACH

7. Name of registered shareholder(s) and, if more8. State the nature of the transaction

REINVESTMENT OF DIVIDEND UNDER COMPANY'S DRIP

held by each of them

than one, the number of

SIR THOMAS DAVID GUY ARCULUS

Number of

shares

10. Percentage of issued

Edgar Filing: PEARSON PLC - Form 6-K shares class , debentures or financial instruments relating to acquired (treasury shares shares acquired of that 92 class should not be taken into account when calculating percentage) 0.00001%11. Number of 12. Percentage of issued shares class , debentures or financial instruments relating to disposed (treasury shares shares disposed of that N/A class should not be taken into account when calculating percentage) N/A 14. Date and place of transaction 13. Price per 8 MAY 2009 share LONDON or value of transaction 718.450p 15. Total holding following notification and total 16. Date issuer informed of transaction percentage holding following notification (any 11 MAY 2009 treasury shares should not be taken into account when calculating percentage) 12,149 0.0015% If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes 17. Date of grant 18. Period during which or date on which it can N/A be exercised N/A 19. Total amount paid (if any) for grant of the option 20. Description of N/A shares or debentures involved (class and number) N/A 21. Exercise price (if fixed at time of grant) or indication that price is 22. Total number of to be fixed at the time of exercise shares N/A or debentures over which options held

23. Any additional information

N/A

following notification

24. Name of contact and telephone number for

N/A

queries:

JENNIFER BRAUNHOFER , ASSISTANT COMPANY SECRETARY, 020 7010 2256.

Name and signature of duly authorised officer of responsible for making notification JENNIFER B **RAUNHOFER** ASSISTANT COMPANY SECRETARY

Date of notification

11 MAY 2009

notification of transactions of directors, persons

discharging managerial responsibility or connected persons

This form is intended for use by an issuer

to make a

RIS

notification required by

DR

3.14R(1).

(1)

An

issuer

making a notification in respect of a transaction relating to the

shares

or debentures of the

issuer

should complete

boxes 1 to 16

, 23 and 24.

(2)

An

making a notification in respect of a derivative relating the

shares

of the

issuer

should complete boxes 1 to 4 , 6, 8, 13, 14, 16, 23 and 24. (3) An issuer making a notification in respect of options granted to a director/person discharging managerial responsibilities should complete boxes 1 to 3 and 17 to 24. (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24. Please complete all relevant boxes should in block capital letters. 1. Name of the 2. State whether the notification relates to (i) a transaction issuer notified in accordance with PEARSON PLC DR3.1.4R(1)(a)(ii) DR3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or • both (i) and (ii) BOTH (i) AND (ii) 3. Name of 4. State whether notification relates to a person discharging managerial person responsibilities/director connected with a RONA FAIRHEAD person discharging managerial responsibilities/director named in 3 and identify the connected person N/A 5. Indicate whether the notification is in respect of a6 Description of holding of the shares (including person referred to in 3 or 4 above or in respect of a

to

shares

ORDINARY 25P EACH

non-beneficial interest

HOLDING

6

), debentures or derivatives or financial instruments relating

7. Name of registered shareholder(s) and, if more 8. State the nature of the transaction than one, the number of

shares

held by each of them

RONA FAIRHEAD

9 Number of

shares

, debentures or financial instruments relating to

shares acquired

61

11. Number of

shares

, debentures or financial instruments relating to

shares disposed

N/A

13. Price per share

or value of transaction

718.450

15. Total holding following notification and total percentage holding following notification (any

treasury shares

should not be taken into account when

calculating percentage)

212,408 0.02623%

REINVESTMENT OF DIVIDEND UNDER COMPANY'S DRIP

10. Percentage of issued

class

acquired (

treasury shares

of that class

should not be taken into account when calculating

percentage)

0.000008

%

12. Percentage of issued

class

disposed (

treasury shares

of that class

should not be taken into account when calculating

percentage)

N/A

14. Date and place of transaction

8 MAY 2009 **LONDON**

16. Date issuer informed of transaction

11 MAY 2009

If a

person discharging managerial responsibilities

has been granted options by the

issuer

complete the following boxes

17. Date of grant

N/A

19. Total amount paid (if any) for grant of the option

N/A

18. Period during which or date on which it can be exercised

N/A

20. Description of

shares

or debentures involved (

class

and number)

N/A

21. Exercise price (if fixed at time of grant) or indication that price is 22. Total number of

to be fixed at the time of exercise

N/A

shares

or debentures over which options held following notification

N/A

23. Any additional information

N/A

24. Name of contact and telephone number for queries:

JENNIFER BRAUNHOFER , ASSISTANT COMPANY SECRETARY, 020 7010 2256.

Name and signature of duly authorised officer of issuer responsible for making notification JENNIFER B RAUNHOFER

ASSISTANT COMPANY SECRETARY

Date of notification

11 MAY 2009

notification of transactions of directors, persons

discharging managerial responsibility or connected persons

This form is intended for use by an

issuer

to make a

RIS

notification required by

DR

3.14R(1).

(1)

An

issuer

making a notification in respect of a transaction relating to the

shares

or debentures of the

issuer

should complete

```
boxes 1 to 16
, 23 and 24.
(2)
  An
issuer
making a notification in respect of a derivative relating the
shares
of the
issuer
should complete
boxes 1 to 4
, 6, 8, 13, 14, 16, 23 and 24.
(3)
  An
issuer
making a notification in respect of options granted to a
director/person discharging managerial responsibilities
should complete
boxes 1 to 3
and 17 to 24.
(4)
  An
issuer
making a notification in respect of a
financial instrument
relating to the
shares
of the
issuer
(other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.
```

Please complete all relevant boxes should in block capital letters.

1. Name of the

issuer

3. Name of

PEARSON PLC

2. State whether the notification relates to (i) a transaction notified in accordance with

DR

3.1.4R(1)(a)

(ii)

DR

3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

• both (i) and (ii)

BOTH (i) AND (ii)

4. State whether notification relates to a

person

connected with a

person discharging managerial responsibilities/director named in 3 and identify the connected person

person discharging managerial

responsibilities/director

ROBIN FREESTONE

N/A

5. Indicate whether the notification is in respect of a6

holding of the

person

referred to in 3 or 4 above or in respect of a

non-beneficial interest

HOLDING

7. Name of registered shareholder(s) and, if more

than one, the number of

shares

held by each of them

ROBIN FREESTONE

9 Number of

shares

, debentures or financial instruments relating to

shares acquired

665

11. Number of

shares

, debentures or financial instruments relating to

shares disposed N/A

13. Price per share

or value of transaction

718.450

p

15. Total holding following notification and total percentage holding following notification (any

treasury shares

should not be taken into account when

calculating percentage)

65,957 0.00814% Description of

shares (including

class

), debentures or derivatives or financial instruments relating

to

shares

ORDINARY 25P EACH

8. State the nature of the transaction

REINVESTMENT OF DIVIDEND UNDER **COMPANY'S DRIP**

10. Percentage of issued

class

acquired (

treasury shares

of that

class

should not be taken into account when calculating

percentage) 0.00008

%

12. Percentage of issued

class

disposed (

treasury shares

of that

class

should not be taken into account when calculating

percentage)

N/A

14. Date and place of transaction

8 MAY 2009 **LONDON**

16. Date issuer informed of transaction

11 MAY 2009

If a

person discharging managerial responsibilities

has been granted options by the

issuer

complete the following boxes

	Lugai i illing. I LANSON I LO	- 1 0	1111 O-IX
17.	Date of grant N/A	1	Period during which or date on which it can be exercised N/A
19	Total amount paid (if any) for grant of the option N/A	20. 1	Description of shares or debentures involved (class and number)
21.	Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise N/A	1	Total number of shares or debentures over which options held following notification N/A
23.	Any additional information N/A	,	Name of contact and telephone number for queries: JENNIFER BRAUNHOFER , ASSISTANT COMPANY SECRETARY, 020 7010 2256.
iss res JE BF	me and signature of duly authorised officer of uer sponsible for making notification NNIFER RAUNHOFER SSISTANT COMPANY SECRETARY		

notification of transactions of directors, persons

discharging managerial responsibility or connected persons

This form is intended for use by an

issuer

to make a

RIS

notification required by

Date of notification

11 MAY 2009

DR

3.14R(1).

(1)

```
An
issuer
making a notification in respect of a transaction relating to the
shares
or debentures of the
issuer
should complete
boxes 1 to 16
, 23 and 24.
(2)
  An
issuer
making a notification in respect of a derivative relating the
shares
of the
issuer
should complete
boxes 1 to 4
, 6, 8, 13, 14, 16, 23 and 24.
(3)
  An
issuer
making a notification in respect of options granted to a
director/person discharging managerial responsibilities
should complete
boxes 1 to 3
and 17 to 24.
(4)
  An
issuer
making a notification in respect of a
financial instrument
relating to the
shares
of the
issuer
(other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.
Please complete all relevant boxes should in block capital letters.
                                                      2. State whether the notification relates to (i) a transaction
1. Name of the
                                                          notified in accordance with
    issuer
    PEARSON PLC
                                                          DR
                                                          3.1.4R(1)(a)
                                                          (ii)
                                                          DR
                                                          3.1.4(R)(1)(b) a disclosure made in accordance with
                                                          section 324 (as extended by section 328) of the Companies
                                                          Act 1985; or
```

• both (i) and (ii)

3. Name of

person discharging managerial responsibilities/director

JOHN MAKINSON

5. Indicate whether the notification is in respect of a6

holding of the

person

referred to in 3 or 4 above or in respect of a

non-beneficial interest

HOLDING

7. Name of registered shareholder(s) and, if more8. State the nature of the transaction

than one, the number of

shares

held by each of them

JOHN MAKINSON

9 Number of

shares

, debentures or financial instruments relating to

shares acquired

11,904

11. Number of

shares

, debentures or financial instruments relating to

shares disposed N/A

13. Price per

share

or value of transaction

718.450

15. Total holding following notification and total percentage holding following notification (any

treasury shares

should not be taken into account when

calculating percentage)

409,637

0.05058%

BOTH (i) AND (ii)

4. State whether notification relates to a

person

connected with a

person discharging managerial responsibilities/director

named in 3 and identify the

connected person

N/A

Description of

shares (including

class

), debentures or derivatives or financial instruments relating

to shares

ORDINARY 25P EACH

REINVESTMENT OF DIVIDEND UNDER

COMPANY'S DRIP

10. Percentage of issued

class acquired (

treasury shares of that

class

should not be taken into account when calculating

percentage) 0.00147

12. Percentage of issued

class disposed (treasury shares of that

class

should not be taken into account when calculating

percentage)

N/A

14. Date and place of transaction

8 MAY 2009

LONDON

16. Date issuer informed of transaction

11 MAY 2009

If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes	
17. Date of grant N/A	18. Period during which or date on which it can be exercised N/A
19. Total amount paid (if any) for grant of the option N/A	20. Description of shares or debentures involved (class and number) N/A
21. Exercise price (if fixed at time of grant) or indication that price i to be fixed at the time of exercise N/A	s 22. Total number of shares or debentures over which options held following notification N/A
23. Any additional information N/A	24. Name of contact and telephone number for queries: JENNIFER BRAUNHOFER , ASSISTANT COMPANY SECRETARY, 020 7010 2256.
Name and signature of duly authorised officer of issuer	
responsible for making notification JENNIFER	
BRAUNHOFER ASSISTANT COMPANY SECRETARY	
Date of notification — — — — — 11 MAY 2009	

SIGNATURE

Pursuant	to the	e requiremen	is 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: 11 May 2009

By: /s/ STEPHEN JONES

Stephen Jones Deputy Secretary