

**For filings with the FSA include the annex
For filings with issuer exclude the annex**

TR-1: Notifications of Major Interests in Shares

1. Identity of the issuer or the underlying issuer of existing shares to which voting rights are attached:	Pearson plc
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2. Reason for notification (yes/no)	
An acquisition or disposal of voting rights	YES
An acquisition or disposal of financial instruments which may result in the acquisition of shares already issued to which voting rights are attached	NO
An event changing the breakdown of voting rights	NO
Other (please specify): _____	NO

3. Full name of person(s) subject to notification obligation:	Templeton Global Advisors Ltd
4. Full name of shareholder(s) (if different from 3):	Bank of New York HSBC Bank plc JP Morgan Chase Bank Mellon Bank Merrill Lynch Intl. Ltd. Morgan Stanley Ltd Royal Trust Corp. of Canada State Street Bank
5. Date of transaction (and date on which the threshold is crossed or reached if different):	22 December 2008
6. Date on which issuer notified:	23 December 2008
7. Threshold(s) that is/are crossed or reached:	Less than 5%

8: Notified Details**A: Voting rights attached to shares**

Class/type of shares If possible use ISIN code	Situation previous to the triggering transaction		Resulting situation after the triggering transaction				
	Number of shares	Number of voting rights	Number of shares	Number of voting rights		Percentage of voting rights	
				Direct	Indirect	Direct	Indirect
Ordinary of GBP.25 ISIN: GB0006776081	48,308,420	48,308,420					Below 5%

B: Financial Instruments

Resulting situation after the triggering transaction

Type of financial instrument	Expiration date	Exercise/ conversion period/date	No. of voting rights that may be acquired (if the instrument exercised/converted)	Percentage of voting rights

Total (A+B)

Number of voting rights	Percentage of voting rights
	Below 5%

9. Chain of controlled undertakings through which the voting rights and /or the financial instruments are effectively held, if applicable:**Proxy Voting:**

10. Name of proxy holder:	
11. Number of voting rights proxy holder will cease to hold:	
12. Date on which proxy holder will cease to hold voting rights:	

13. Additional information:	
14 Contact name:	Lori A. Weber Assistant Secretary, Franklin Resources, Inc
15. Contact telephone number:	954-847-2283

For notes on how to complete form TR-1 please see the FSA website.