SKILLSOFT PUBLIC LIMITED CO

Form 4

August 29, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Add MORAN CHA	*	rting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			SKILLSOFT PUBLIC LIMITED CO [SKIL]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X_ Director 10% Owner _X_ Officer (give title Other (specify		
SKILLSOFT, 107 NORTHEASTERN BLVD		/D	08/27/2008	below) below) Chairman of the Board and CEC		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
NASHUA, NI	Н 03062		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
(City)	(State)	(Zin)		Person		

(City)	(State)	(Zip) Table	e I - Non-D	erivative Se	ecuriti	es Acquired	, Disposed of, or	Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	onDisposed of (Instr. 3, 4	of (D) and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
American Depositary Shares (1)	08/27/2008		Code V S(2)	Amount 10,706	(D)	Price \$ 10.7503 (3)	74,148	I	See Footnote (4)
American Depositary Shares (1)	08/27/2008		S(5)	10,305	D	\$ 10.7502 (3)	74,525	I	See Footnote (6)
American Depositary Shares (1)	08/27/2008		S <u>(7)</u>	9,297	D	\$ 10.75	75,457	I	See Footnote (8)
American	08/27/2008		S(9)	10,096	D	\$	74,859	I	See

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Depositary Shares (1)					10.7501 (3)			Footnote (10)
American Depositary Shares (1)	08/28/2008	M	217,208	A	\$ 4.06	217,208	D	
American Depositary Shares (1)	08/28/2008	S(11)	217,208	D	\$ 10.9	0	D	
American Depositary Shares (1)	08/28/2008	S(12)	50,000	D	\$ 10.801 (13)	99,853	I	See Footnote
American Depositary Shares (1)	08/28/2008	S(2)	4,790	D	\$ 10.75	69,358	I	See Footnote
American Depositary Shares (1)	08/28/2008	S(5)	5,167	D	\$ 10.75	69,358	I	See Footnote (6)
American Depositary Shares (1)	08/28/2008	S <u>(7)</u>	6,099	D	\$ 10.75	69,358	I	See Footnote
American Depositary Shares (1)	08/28/2008	S(9)	5,501	D	\$ 10.75	69,358	I	See Footnote
American Depositary Shares (1)						11	I	See Footnote
American Depositary Shares (1)						2,367	I	See Footnote

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transaction	5. Number of orDerivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		
	Derivative				Disposed of (D)		
	Security				(Instr. 3, 4, and		
					5)		

(9-02)

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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Ordinary Shares	\$ 4.06	08/28/2008	M			217,208	(18)	08/16/2012	Ordinary Shares	217,208

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MORAN CHARLES E SKILLSOFT 107 NORTHEASTERN BLVD NASHUA, NH 03062	X		Chairman of the Board and CEO					

Signatures

/s/Greg Porto (for Charles E. 08/29/2008 Moran)

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) American Depositary Shares evidenced by American Depositary Receipts, each of which represents one Ordinary Share of SkillSoft Public Limited Company, nominal value 0.11 (Euro) per Ordinary Share.
- (2) Sale made pursuant to the Moran Children's Trust DTD 3-4-98 FBO Kristin Moran Rule 10b5-1 Sales Plan adopted in July 2008.
- The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.75 \$10.755. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
 - Held by the Moran Children's Trust DTD 3-4-98 FBO Kristin Moran, of which the Reporting Person's spouse is trustee. The Reporting
- (4) Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- (5) Sale made pursuant to the Moran Children's Trust DTD 3-4-98 FBO Katie Moran Rule 10b5-1 Sales Plan adopted in July 2008.
 - Held by the Moran Children's Trust DTD 3-4-98 FBO Katie Moran, of which the Reporting Person's spouse is trustee. The Reporting
- (6) Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- (7) Sale made pursuant to the Moran Children's Trust DTD 3-4-98 FBO Kelly Moran Rule 10b5-1 Sales Plan adopted in July 2008.
 - Held by the Moran Children's Trust DTD 3-4-98 FBO Kelly Moran, of which the Reporting Person's spouse is trustee. The Reporting
- (8) Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- (9) Sale made pursuant to the Moran Children's Trust DTD 3-4-98 FBO Michael Moran Rule 10b5-1 Sales Plan adopted in July 2008.
 - Held by the Moran Children's Trust DTD 3-4-98 FBO Michael Moran, of which the Reporting Person's spouse is trustee. The Reporting
- (10) Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.

Reporting Owners 3

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- (11) Sale made pursuant to Mr. Moran's Rule 10b5-1 Sales Plan adopted in April 2008.
- (12) Sale made pursuant to the Susan M. Moran 1994 Trust Rule 10b5-1 Sales Plan adopted in April 2008.
- The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.80 -
- (13) \$10.81. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- (14) Held by the Susan M. Moran Revocable Trust, of which the Reporting Person's spouse is trustee. The Reporting Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- (15) Held by Susan M. Moran, the Reporting Person's spouse. The Reporting Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- (16) Held by the family trust, of which the Reporting Person is trustee. The Reporting Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- (17) Each issued and outstanding Ordinary Share of the issuer, or option to purchase an ordinary share of the issuer, is represented by one (1) ADS.
- (18) 100% of the shares subject to this option were fully vested at 08/16/2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.