SKILLSOFT PUBLIC LIMITED CO

Form 4

September 22, 2008

Check this box

if no longer

subject to

Section 16.

Form 4 or

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Add MORAN CHA	*	ng Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
	~111 <u>2</u> 2		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			09/18/2008	below) below) Chairman of the Board and CEO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
NASHUA, NH 03062				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	Table I - Non-Derivative Securities Acquired, D	Disposed of, or Beneficially Owned
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1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Ad Transactionor Disposed of Code (Instr. 3, 4 and (Instr. 8)		ed of ((D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	or (D)	Price	(Instr. 3 and 4)	(1115111-1)	
American Depositary Shares (1)	09/18/2008		S(2)		45,000	D	\$ 10.2551 (3)	54,853	I	See Footnote (4)
American Depositary Shares (1)	09/19/2008		S(2)		45,000	D	\$ 10.5	9,853	I	See Footnote (4)
American Depositary Shares (1)	09/19/2008		G	V	3,500	D	\$ 0	6,353	I	See Footnote (4)
American	09/19/2008		S		28,116	D	\$	6,242	I	See

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Depositary Shares (1)					10.4386 (5)			Footnote (6)
American Depositary Shares (1)	09/19/2008	S	28,116	D	\$ 10.4386 (5)	6,242	I	See Footnote (7)
American Depositary Shares (1)	09/19/2008	S	28,116	D	\$ 10.4386 (5)	6,242	I	See Footnote (8)
American Depositary Shares (1)	09/19/2008	S	28,115	D	\$ 10.4386 (5)	6,243	I	See Footnote
American Depositary Shares (1)	09/22/2008	S	550	D	\$ 10.3786 (10)	5,692	I	See Footnote (6)
American Depositary Shares (1)	09/22/2008	S	550	D	\$ 10.3786 (10)	5,692	I	See Footnote (7)
American Depositary Shares (1)	09/22/2008	S	550	D	\$ 10.3786 (10)	5,692	I	See Footnote
American Depositary Shares (1)	09/22/2008	S	550	D	\$ 10.3786 (10)	5,693	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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SEC 1474

(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	8	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans

of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable

Expiration Title Amount Number

of Shares

Reporting Owners

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

Signatures

/s/Mark Murray (for Charles Moran)

09/22/2008

**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).
- American Depositary Shares evidenced by American Depositary Receipts, each of which represents one Ordinary Share of SkillSoft **(1)** Public Limited Company, nominal value 0.11 (Euro) per Ordinary Share.
- Sale made pursuant to the Susan M. Moran 1994 Trust Rule 10b5-1 Sales Plan adopted in April 2008, as amended. **(2)**
- The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.25 -**(3)** \$10.37. 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 Susan M. Moran Revocable Trust, of which the Reporting Person's spouse is trustee. The Reporting Person disclaims (4)beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.35 -
- \$10.60. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the issuer **(5)** 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 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
- 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 **(7)** Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- 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 **(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.
- 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 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 (Insti

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- The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.35 -
- (10) \$10.39. 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.
- (11) 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.
- (12) 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.

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.