## Edgar Filing: SKILLSOFT PUBLIC LIMITED CO - Form 4

SKILLSOFT PUBLIC LIMITED CO Form 4 October 06, 2008 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MCDONALD THOMAS J Issuer Symbol SKILLSOFT PUBLIC LIMITED CO (Check all applicable) [SKIL] 3. Date of Earliest Transaction (Last) (First) (Middle) Director 10% Owner X\_Officer (give title Other (specify (Month/Day/Year) below) below) SKILLSOFT, 107 10/02/2008 CFO and EVP Operations NORTHEASTERN BLVD (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting NASHUA, NH 03062 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Ownership Owned Direct (D) Following or Indirect (Instr. 4) Reported (I)(A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Price Code V Amount (D) American Depositary 10/02/2008 Μ 20,000 \$4.06 21,321 (2) D Α Shares (1) \$ American S<sup>(3)</sup> 1,321 (2) Depositary 10.0916 D 10/02/2008 20.000 D Shares<sup>(1)</sup> (4) American See Depositary 1,953 I Footnote Shares<sup>(1)</sup> (5) 1,953 See American I

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Depositat	ry
Shares (1)	)

Footnote (6)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 6. Date Exercisable Expiration Date (Month/Day/Year) (Month/Day/Year)		ate	7. Title and Amount of 8 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Ordinary Shares (7)	\$ 4.06	10/02/2008		М	20,000	<u>(8)</u>	08/16/2012	Ordinary Shares (7)	20,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MCDONALD THOMAS J SKILLSOFT 107 NORTHEASTERN BLVD NASHUA, NH 03062			CFO and EVP Operations			
Signatures						
/s/Greg Porto (for Thomas McDonald)		10/06/2008	3			
**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.

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On 9-6-02, pursuant to an Agreement and Plan of Merger, 137,541 shares of SkillSoft Corporation were exchanged for shares of SkillSoft
 PLC (formerly SmartForce PLC). Due to a rounding error, the number of shares issued at that time was reported to be 1 more then was actually issued. As a result, the number of shares currently held has been reduced by 1 share.

(3) Sale made pursuant to Mr. McDonald's Rule 10b5-1 Sales Plan adopted in April 2008, as amended.

The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.02 (4) \$10.17. 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.

- (5) Held by the family 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.
- These shares represent the aggregate number of shares held by Mr. McDonald as custodian for his daughter under the Uniform Gifts to
  (6) Minors Act. Mr. McDonald disclaims beneficial ownership of these securities, and the filing of this report is not an admission that Mr. McDonald is the beneficial owner of these securities for purposes of Section 16 or any other purpose.
- (7) 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.
- (8) 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.