

SKILLSOFT PUBLIC LIMITED CO

Form 4

May 08, 2008

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
NINE JERALD A JR

2. Issuer Name **and** Ticker or Trading
Symbol

SKILLSOFT PUBLIC LIMITED CO
[SKIL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

SKILLSOFT, 107
NORTHEASTERN BLVD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/06/2008

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Chief Operating Officer

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

NASHUA, NH 03062

(City) (State) (Zip)

Table I - Non-Derivative Securities 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Depository Shares ⁽¹⁾	05/06/2008		M	15,000	A \$ 4.06 65,321	D	
American Depository Shares ⁽¹⁾	05/06/2008		S ⁽²⁾	1,100	D \$ 10.39 64,221	D	
American Depository Shares ⁽¹⁾	05/06/2008		S ⁽²⁾	700	D \$ 10.4 63,521	D	
American	05/06/2008		S ⁽²⁾	700	D \$ 62,821	D	

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Depository Shares <u>(1)</u>						10.41		
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	2,000	D	\$ 10.42	60,821	D	
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	1,800	D	\$ 10.43	59,021	D	
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	2,900	D	\$ 10.44	56,121	D	
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	3,256	D	\$ 10.45	52,865	D	
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	1,800	D	\$ 10.46	51,065	D	
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	200	D	\$ 10.47	50,865	D	
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	100	D	\$ 10.5	50,765	D	
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	144	D	\$ 10.53	50,621	D	
American Depository Shares <u>(1)</u>	05/06/2008	<u>S</u> (2)	300	D	\$ 10.6	50,321	D	
American Depository Shares <u>(1)</u>	05/07/2008	M	15,000	A	\$ 4.06	65,321	D	
American Depository Shares <u>(1)</u>	05/07/2008	<u>S</u> (2)	800	D	\$ 10.15	64,521	D	
American Depository Shares <u>(1)</u>	05/07/2008	<u>S</u> (2)	700	D	\$ 10.16	63,821	D	
American Depository Shares <u>(1)</u>	05/07/2008	<u>S</u> (2)	200	D	\$ 10.17	63,621	D	
American Depository Shares <u>(1)</u>	05/07/2008	<u>S</u> (2)	500	D	\$ 10.18	63,121	D	

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American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	1,400	D	\$ 10.19	61,721	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	3,200	D	\$ 10.2	58,521	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	1,100	D	\$ 10.21	57,421	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	400	D	\$ 10.22	57,021	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	1,700	D	\$ 10.24	55,321	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	1,800	D	\$ 10.25	53,521	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	900	D	\$ 10.26	52,621	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	500	D	\$ 10.27	52,121	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	200	D	\$ 10.28	51,921	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	100	D	\$ 10.29	51,821	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	200	D	\$ 10.3	51,621	D
American Depository Shares ⁽¹⁾	05/07/2008	S ⁽²⁾	100	D	\$ 10.31	51,521	D

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)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. D S (	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Ordinary Shares ⁽³⁾	\$ 4.06	05/06/2008		M		15,000		⁽⁴⁾	08/16/2012	Ordinary Shares ⁽³⁾	15,000
Option to Purchase Ordinary Shares ⁽³⁾	\$ 4.06	05/07/2008		M		15,000		⁽⁴⁾	08/16/2012	Ordinary Shares ⁽³⁾	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NINE JERALD A JR SKILLSOFT 107 NORTHEASTERN BLVD NASHUA, NH 03062	Chief Operating Officer

Signatures

Greg Porto (for Jerald
Nine) 05/08/2008

 **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).
- (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 Mr. Nine's Rule 10b5-1 Sales Plan adopted in April 2008.
- (3) 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.
- (4) 100% of the shares subject to this option were fully vested at 8/16/2006.

Remarks:

This Form 4 is the first of two Forms 4 filed by the Reporting Person related to transactions beginning on May 6, 2008.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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