

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-27**
SEC Accession No. **0001346367-08-000032**

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ISSUER

SKILLSOFT PUBLIC LIMITED CO

CIK: **940181** | IRS No.: **000000000** | Fiscal Year End: **0131**
SIC: **7372** Prepackaged software

Mailing Address
*107 NORTHEASTERN
BOULEVARD
NASHUA NH 03062*

Business Address
*107 NORTHEASTERN
BOULEVARD
NASHUA NH 03062
603-324-3000*

REPORTING OWNER

MORAN CHARLES E

CIK: **1240189**
Type: **4** | Act: **34** | File No.: **000-25674** | Film No.: **081049597**

Mailing Address
*SKILLSOFT
107 NORTHEASTERN BLVD
NASHUA NH 03062*

Business Address
*107 NORTHEASTERN BLVD
NASHUA NH 03062
6033243000*

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person MORAN CHARLES E			2. Issuer Name and Ticker or Trading Symbol SKILLSOFT PUBLIC LIMITED CO [SKIL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman of the Board and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/27/2008			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
SKILLSOFT, 107 NORTHEASTERN BLVD			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street)								
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)
			Code	V	Amount	(A) or (D)	Price			
American Depositary Shares ⁽¹⁾	08/27/2008		S		10,706	D	\$10.7503 ⁽³⁾	74,148	I	See Footnote ⁽⁴⁾
American Depositary Shares ⁽¹⁾	08/27/2008		S		10,305	D	\$10.7502 ⁽³⁾	74,525	I	See Footnote ⁽⁶⁾
American Depositary Shares ⁽¹⁾	08/27/2008		S		9,297	D	\$10.75	75,457	I	See Footnote ⁽⁸⁾
American Depositary Shares ⁽¹⁾	08/27/2008		S		10,096	D	\$10.7501 ⁽³⁾	74,859	I	See 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		217,208	D	\$10.9	0	D	
American Depositary Shares ⁽¹⁾	08/28/2008		S		50,000	D	\$10.801 ⁽¹³⁾	99,853	I	See Footnote ⁽¹⁴⁾
American Depositary Shares ⁽¹⁾	08/28/2008		S		4,790	D	\$10.75	69,358	I	See Footnote ⁽⁴⁾
American Depositary Shares ⁽¹⁾	08/28/2008		S		5,167	D	\$10.75	69,358	I	See Footnote ⁽⁶⁾
American Depositary Shares ⁽¹⁾	08/28/2008		S		6,099	D	\$10.75	69,358	I	See Footnote ⁽⁸⁾
American Depositary Shares ⁽¹⁾	08/28/2008		S		5,501	D	\$10.75	69,358	I	See Footnote ⁽¹⁰⁾
American Depositary Shares ⁽¹⁾								11	I	See Footnote ⁽¹⁵⁾
American Depositary Shares ⁽¹⁾								2,367	I	See Footnote ⁽¹⁶⁾

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. 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase Ordinary Shares (17)	\$4.06	08/28/2008		M			217,208	(18)	08/16/2012	Ordinary Shares (17)	217,208	\$ 0	277,230	D	

Explanation of Responses:

- 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.
- 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 Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- 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 Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- 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 Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- 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 Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- Sale made pursuant to Mr. Moran's Rule 10b5-1 Sales Plan adopted in April 2008.
- 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 - \$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.
- 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.
- 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.
- 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.
- 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.
- 100% of the shares subject to this option were fully vested at 08/16/2006.

Signatures

/s/Greg Porto (for Charles E. Moran)

** Signature of Reporting Person

08/29/2008

Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.