

SKILLSOFT PUBLIC LIMITED CO

Form 4

May 22, 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

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(Print or Type Responses)

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

(Last) (First) (Middle)

SKILLSOFT, 107
NORTHEASTERN BLVD

(Street)

NASHUA, NH 03062

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

SKILLSOFT PUBLIC LIMITED CO
[SKIL]

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
__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

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 <u>(1)</u>	05/21/2008		S <u>(2)</u>		800	D	\$ 10.35	65,321	D	
American Depositary Shares <u>(1)</u>	05/21/2008		S <u>(2)</u>		1,100	D	\$ 10.36	64,221	D	
American Depositary Shares <u>(1)</u>	05/21/2008		S <u>(2)</u>		1,100	D	\$ 10.37	63,121	D	
American	05/21/2008		S(2)		300	D	\$	62,821	D	

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Depository Shares <u>(1)</u>					10.38		
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	800	D	\$ 10.39	62,021	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	2,000	D	\$ 10.4	60,021	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	600	D	\$ 10.41	59,421	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	1,400	D	\$ 10.42	58,021	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	1,300	D	\$ 10.43	56,721	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	100	D	\$ 10.44	56,621	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	376	D	\$ 10.45	56,245	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	1,124	D	\$ 10.46	55,121	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	200	D	\$ 10.47	54,921	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	700	D	\$ 10.52	54,221	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	700	D	\$ 10.53	53,521	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	800	D	\$ 10.54	52,721	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	800	D	\$ 10.55	51,921	D
American Depository Shares <u>(1)</u>	05/21/2008	S <u>(2)</u>	400	D	\$ 10.56	51,521	D

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American Depository Shares ⁽¹⁾	05/21/2008	S ⁽²⁾	300	D	\$ 10.57	51,221	D	
American Depository Shares ⁽¹⁾	05/21/2008	S ⁽²⁾	200	D	\$ 10.58	51,021	D	
American Depository Shares ⁽¹⁾	05/21/2008	S ⁽²⁾	200	D	\$ 10.59	50,821	D	
American Depository Shares ⁽¹⁾	05/21/2008	S ⁽²⁾	400	D	\$ 10.6	50,421	D	
American Depository Shares ⁽¹⁾	05/21/2008	S ⁽²⁾	100	D	\$ 10.61	50,321	D	
American Depository Shares ⁽¹⁾						287,399	I	See Footnote ⁽³⁾

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

NINE JERALD A JR
SKILLSOFT
107 NORTHEASTERN BLVD
NASHUA, NH 03062

Chief Operating Officer

Signatures

/s/Greg Porto (for Jerald A.
Nine)

05/22/2008

__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).
- (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) Held by the Kimberly M. Nine 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.

Remarks:

This Form 4 is the second of two Forms 4 filed by the Reporting Person related to transactions beginning on May 20, 2008.

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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