SKILLSOFT PUBLIC LIMITED CO

Form 4

August 25, 2008

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

(City)

Depositary

Shares (1)

American

(State)

08/25/2008

08/25/2008

(Zip)

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) SKILLSOFT, NORTHEAS		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/22/2008	Director 10% Owner _X_ Officer (give title Other (specify below) Chief Operating Officer		
(Street) NASHUA, NH 03062			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		

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities According Securities According Securities According Securities According Security (A) (A) (A) (A) (C) (C) (C) (C) (C) (C) (C) (C) (C) (C		` ,	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			Code V	Amount	(D)	Price			
Depositary Shares (1)	08/22/2008		M	100,000	A	\$ 4.06	150,321	D	
American Depositary Shares (1)	08/22/2008		S(2)	100,000	D	\$ 10.5822 (3)	50,321	D	
American									

100,000 A

100,000 D

\$ 4.06

\$ 10.611 50,321

150,321

D

D

M

 $S^{(2)}$

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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Depositary $\underline{\text{(4)}}$ Shares $\underline{\text{(1)}}$

American See Depositary 287,399 I Footnote Shares $\frac{(1)}{(5)}$

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

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 control number.

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 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 or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Ordinary Shares (6)	\$ 4.06	08/22/2008		M	100,000	<u>(7)</u>	08/16/2012	Ordinary Shares (6)	100,000
Option to Purchase Ordinary Shares (6)	\$ 4.06	08/25/2008		M	100,000	<u>(7)</u>	08/16/2012	Ordinary Shares (6)	100,000

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

/s/Greg Porto (for Jerald

Nine) 08/25/2008

**Signature of Reporting Person Date

Reporting Owners 2

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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, as amended.
 - The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.50 -
- (3) \$10.67. 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.
 - The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.50 -
- (4) \$10.70. 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 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.
- (6) 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.
- (7) 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.