SKILLSOFT PUBLIC LIMITED CO

Form 4/A August 29, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average

OMB APPROVAL

response...

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Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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

2. Issuer Name and Ticker or Trading

1(b).

Depositary

Shares (1)

American

08/22/2008

08/22/2008

(Print or Type Responses)

1. Name and Address of Reporting Person *

See Instruction

MORAN CHARLES E			Symbol SKILLSOFT PUBLIC LIMITED CO [SKIL]				Iss	Issuer (Check all applicable)			
	(Last) SKILLSOFT NORTHEAS	(First) Γ, 107 STERN BLVD	(Middle)	3. Date of (Month/D 08/22/20		ansaction			X Director X Officer (give titlow) Chairman of the	le Other below)	Owner (specify
	NASHUA, N	(Street) NH 03062			ndment, Da hth/Day/Year 008	~		Ap _X —	Individual or Joint plicable Line) _ Form filed by One _ Form filed by More cson	Reporting Pers	son
	(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	ecurit	ties Acquir	ed, Disposed of, o	r Beneficially	y Owned
	1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Yes	ar) Execution	med on Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securit onor Dispos (Instr. 3, 4)	ed of (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 Depositary Shares (1)	08/22/2008			S(2)	37,000 (3)	D	\$ 10.5936 (4)	102,358	I	See Footnote (5)
	American Depositary Shares (1)	08/22/2008			S(6)	37,000 (3)	D	\$ 10.5936 (4)	102,358	I	See Footnote (7)
	American					2= 000		\$			See

37,000

37,000 D

 $S^{(8)}$

 $S^{(10)}$

D

10.5936

(4)

\$

102,358

102,358

I

Ι

Footnote

(9)

See

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Depositary $\underline{(3)}$ 10.5936 Footnote Shares $\underline{(1)}$ $\underline{(4)}$ $\underline{(11)}$

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)	4. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Ketauonsinps							
	Director	10% Owner	Officer	Other				
MORAN CHARLES E SKILLSOFT 107 NORTHEASTERN BLVD NASHUA, NH 03062	X		Chairman of the Board and CEO					

Signatures

/s/Greg Porto (for Charles E. Moran) 08/29/2008

**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 the Moran Children's Trust DTD 3-4-98 FBO Katie Moran Rule 10b5-1 Sales Plan adopted in July 2008.

Reporting Owners 2

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- (3) This amendment to Form 4 is filed to report the sale of an additional 2,000 shares on 8/22/2008, which shares inadvertently were omitted from the Form 4 filed on 8/26/2008.
- The price reported represents the weighted average price of the shares sold. Shares were sold at varying prices in the range of \$10.55 \$10.80. 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 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.
- (6) 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
- (7) Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- (8) 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.
 - 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
- (9) Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.
- (10) 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
- (11) Person disclaims beneficial ownership of these securities to the extent to which such person does not have an actual pecuniary interest in these securities.

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.