EDELSTEIN P HOWARD
Form 4
September 09, 2009

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 *
EDELSTEIN P HOWARD

(Last) (First) (Middle)

33 SLEEPER STREET, #306

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
SKILLSOFT PUBLIC LIMITED CO [SKIL]

3. Date of Earliest Transaction (Month/Day/Year)
09/08/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

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			

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)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securiti (Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		(A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Sha
Option to Purchase Ordinary Shares (1)	$ 4.25	09/08/2009		D(2)			25,000	(2)	09/06/2012	Ordinary Shares (1)	25,00
Option to Purchase Ordinary Shares (1)	$ 4.25	09/08/2009		A(2)		25,000		(2)	09/06/2012	Ordinary Shares (1)	25,00
Option to Purchase Ordinary Shares (1)	$ 8.65	09/08/2009		D(3)			10,000	(3)	01/01/2014	Ordinary Shares (1)	10,00
Option to Purchase Ordinary Shares (1)	$ 8.65	09/08/2009		A(3)		10,000		(3)	01/01/2014	Ordinary Shares (1)	10,00
Option to Purchase Ordinary Shares (1)	$ 5.65	09/08/2009		D(4)			10,000	(4)	01/01/2015	Ordinary Shares (1)	10,00
Option to Purchase Ordinary Shares (1)	$ 5.65	09/08/2009		A(4)		10,000		(4)	01/01/2015	Ordinary Shares (1)	10,00
Option to Purchase Ordinary Shares (1)	$ 5.5	09/08/2009		D(5)			10,000	(5)	01/01/2016	Ordinary Shares (1)	10,00
Option to Purchase Ordinary Shares (1)	$ 5.5	09/08/2009		A(5)		10,000		(5)	01/01/2016	Ordinary Shares (1)	10,00
Option to Purchase Ordinary Shares (1)	$ 6.21	09/08/2009		D(6)			10,000	(6)	01/01/2017	Ordinary Shares (1)	10,00
Option to Purchase Ordinary	$ 6.21	09/08/2009		A(6)		10,000		(6)	01/01/2017	Ordinary Shares (1)	10,00

Shares [(1)]										
Option to Purchase Ordinary Shares [(1)]	$ 9.56	09/08/2009		D[(7)]		20,000	[(7)]	01/01/2018	Ordinary Shares [(1)]	20,00
Option to Purchase Ordinary Shares [(1)]	$ 9.56	09/08/2009		A[(7)]	20,000		[(7)]	01/01/2018	Ordinary Shares [(1)]	20,00
Option to Purchase Ordinary Shares [(1)]	$ 7.14	09/08/2009		D[(8)]		20,000	[(8)]	01/01/2019	Ordinary Shares [(1)]	20,00
Option to Purchase Ordinary Shares [(1)]	$ 7.14	09/08/2009		A[(8)]	20,000		[(8)]	01/01/2019	Ordinary Shares [(1)]	20,00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EDELSTEIN P HOWARD 33 SLEEPER STREET #306 BOSTON, MA 02210	X			

Signatures

/s/ Greg Porto (for P. Howard Edelstein)	09/09/2009
**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) 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.

(2) The two reported transactions involved an amendment of an outstanding option,extending the post-termination exercise period of the option from three months to twelve months, resulting in the deemed cancellation of the old option and the grant of a replacement option. The option was originally granted September 6, 2002 and provides for vesting in four equal annual installments commencing September 6, 2003.

(3) The two reported transactions involved an amendment of an outstanding option,extending the post-termination exercise period of the option from three months to twelve months, resulting in the deemed cancellation of the old option and the grant of a replacement option. The option was originally granted January 1, 2004 and provides for vesting in four equal annual installments commencing January 1, 2005.

(4) The two reported transactions involved an amendment of an outstanding option,extending the post-termination exercise period of the option from three months to twelve months, resulting in the deemed cancellation of the old option and the grant of a replacement option.

The option was originally granted January 1, 2005 and provides for vesting in four equal annual installments commencing January 1, 2006.

(5) The two reported transactions involved an amendment of an outstanding option,extending the post-termination exercise period of the option from three months to twelve months, resulting in the deemed cancellation of the old option and the grant of a replacement option. The option was originally granted January 1, 2006 and provides for full vesting on the first anniversary date of January 1, 2007.

(6) The two reported transactions involved an amendment of an outstanding option,extending the post-termination exercise period of the option from three months to twelve months, resulting in the deemed cancellation of the old option and the grant of a replacement option. The option was originally granted January 1, 2007 and provides for full vesting on the first anniversary date of January 1, 2008.

(7) The two reported transactions involved an amendment of an outstanding option,extending the post-termination exercise period of the option from three months to twelve months, resulting in the deemed cancellation of the old option and the grant of a replacement option. The option was originally granted January 1, 2008 and provides for full vesting on the first anniversary date of January 1, 2009.

(8) The two reported transactions involved an amendment of an outstanding option,extending the post-termination exercise period of the option from three months to twelve months, resulting in the deemed cancellation of the old option and the grant of a replacement option. The option was originally granted January 1, 2009 and provides for full vesting on the first anniversary date of January 1, 2010.

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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