

KRZYWICKI JAMES S  
Form 4  
September 09, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KRZYWICKI JAMES S

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) (First) (Middle)  
29 MORTON STREET  
(Street)

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

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

ANDOVER, MA 01810  
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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 | 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 of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|---|

Edgar Filing: KRZYWICKI JAMES S - Form 4

| (Instr. 3)  | Price of Derivative Security | (Month/Day/Year) | (Instr. 8)       |   | (A) or Disposed of (D) |        | Date Exercisable | Expiration Date | Title                          | Amount or Number of Shares |
|---|------------------------------|------------------|------------------|---|------------------------|--------|------------------|-----------------|--------------------------------|----------------------------|
|   |                              |                  | Code             | V | (A)                    | (D)    |                  |                 |                                |                            |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 27.81                     | 09/08/2009       | D <sup>(2)</sup> |   |                        | 25,000 | <u>(2)</u>       | 04/17/2011      | Ordinary Shares <sup>(1)</sup> | 25,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 27.81                     | 09/08/2009       | A <sup>(2)</sup> |   | 25,000                 |        | <u>(2)</u>       | 04/17/2011      | Ordinary Shares <sup>(1)</sup> | 25,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 24.8                      | 09/08/2009       | D <sup>(3)</sup> |   |                        | 10,000 | <u>(3)</u>       | 01/01/2012      | Ordinary Shares <sup>(1)</sup> | 10,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 24.8                      | 09/08/2009       | A <sup>(3)</sup> |   | 10,000                 |        | <u>(3)</u>       | 01/01/2012      | Ordinary Shares <sup>(1)</sup> | 10,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 8.65                      | 09/08/2009       | D <sup>(4)</sup> |   |                        | 10,000 | <u>(4)</u>       | 01/01/2014      | Ordinary Shares <sup>(1)</sup> | 10,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 8.65                      | 09/08/2009       | A <sup>(4)</sup> |   | 10,000                 |        | <u>(4)</u>       | 01/01/2014      | Ordinary Shares <sup>(1)</sup> | 10,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 6.21                      | 09/08/2009       | D <sup>(5)</sup> |   |                        | 10,000 | <u>(5)</u>       | 01/01/2017      | Ordinary Shares <sup>(1)</sup> | 10,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 6.21                      | 09/08/2009       | A <sup>(5)</sup> |   | 10,000                 |        | <u>(5)</u>       | 01/01/2017      | Ordinary Shares <sup>(1)</sup> | 10,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 9.56                      | 09/08/2009       | D <sup>(6)</sup> |   |                        | 20,000 | <u>(6)</u>       | 01/01/2018      | Ordinary Shares <sup>(1)</sup> | 20,000                     |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 9.56                      | 09/08/2009       | A <sup>(6)</sup> |   | 20,000                 |        | <u>(6)</u>       | 01/01/2018      | Ordinary Shares <sup>(1)</sup> | 20,000                     |

|   |         |            |                  |        |                |            |                                |        |  |
|---|---------|------------|------------------|--------|----------------|------------|--------------------------------|--------|--|
| Shares <sup>(1)</sup>                             |         |            |                  |        |                |            |                                |        |  |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 7.14 | 09/08/2009 | D <sup>(7)</sup> | 20,000 | <sup>(7)</sup> | 01/01/2019 | Ordinary Shares <sup>(1)</sup> | 20,000 |  |
| Option to Purchase Ordinary Shares <sup>(1)</sup> | \$ 7.14 | 09/08/2009 | A <sup>(7)</sup> | 20,000 | <sup>(7)</sup> | 01/01/2019 | Ordinary Shares <sup>(1)</sup> | 20,000 |  |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| KRZYWICKI JAMES S<br>29 MORTON STREET<br>ANDOVER, MA 01810 | X             |           |         |       |

## Signatures

/s/ Greg Porto (for James Krzywicki) 09/09/2009

<sup>(1)</sup>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 April 17, 2001 and provides for vesting in four equal annual installments commencing April 17, 2002.

(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, 2002 and provides for vesting in four equal annual installments commencing January 1, 2003.

(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, 2004 and provides for vesting in four equal annual installments commencing January 1, 2005.

(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, 2007 and provides for full vesting on the first anniversary date of January 1, 2008.

(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, 2008 and provides for full vesting on the first anniversary date of January 1, 2009.

(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, 2009 and provides for full vesting on the first anniversary date of January 1, 2010.

## Edgar Filing: KRZYWICKI JAMES S - Form 4

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.