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SMITH & NEPHEW PLC  
Form 6-K  
May 07, 2008

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of  
1934

May 07, 2008

Commission File Number 001-14978

SMITH & NEPHEW plc  
(Registrant's name)

15 Adam Street  
London, England WC2N 6LA  
(Address of registrant's principal executive offices)

[Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.]

Form 20-F  Form 40-F   
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[Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1).]

Yes  No   
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[Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7).]

Yes  No   
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[Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing information to the Commission pursuant to Rule 12g3-2 (b) under the Securities Exchange Act of 1934.]

Yes  No   
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If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2 (b) : 82- n/a.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Smith & Nephew plc  
(Registrant)

Date: May 07, 2008

By: /s/ Paul Chambers  
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Paul Chambers  
Company Secretary

Annex DTR3

Notification of Transactions of Directors/Persons Discharging Managerial Responsibility and Connected Persons

All relevant boxes should be completed in block capital letters.

1. Name of the issuer

SMITH & NEPHEW PLC

2. State whether the notification relates

transaction notified in accordance with  
R,

(ii) a disclosure made in accordance LR  
or

(iii) a disclosure made in accordance w  
section 793 of the Companies Act (2006)

(i)

3. Name of person discharging managerial  
responsibilities/director

DAVID ILLINGWORTH

4. State whether notification relates to a

connected with a person discharging man  
responsibilities/director named in 3 an  
the connected person

N/A

5. Indicate whether the notification is in respect

6. Description of shares (including class)

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of a holding of the person referred to in 3 or 4 above or in respect of a nonbeneficial interest 1 debentures or derivatives or financial instruments relating to shares

IN RESPECT OF A SHAREHOLDING REGISTERED IN THE NAME OF THE ABOVE PERSON REFERRED TO IN 3 AMERICAN DEPOSITARY SHARES ("ADS")

- |  |  |
|--|--|
| <p>7. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them</p> <p>DAVID ILLINGWORTH</p>   | <p>8. State the nature of the transaction</p> <p>(i) PURCHASE OF ADS</p> <p>(ii) RECEIPT OF ADS FOLLOWING VESTING OF RESTRICTED STOCK AWARD</p>              |
| <p>9. Number of shares, debentures or financial instruments relating to shares acquired</p> <p>(i) 2,700 ADS</p> <p>(ii) 9,671 ADS</p>   | <p>10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)</p> <p>&lt;0.01%</p> |
| <p>11. Number of shares, debentures or financial instruments relating to shares disposed</p> <p>N/A</p>  | <p>12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)</p> <p>N/A</p>       |
| <p>13. Price per share or value of transaction</p> <p>2,700 ADS at \$56.42 - per share</p> <p>9,671 ADS at \$57.27 - per share</p>   | <p>14. Date and place of transaction</p> <p>2 MAY 2008</p>   |
| <p>15. Total holding following notification and total percentage holding following notification (any treasury shares should not be taken into account when calculating percentage)</p> <p>23,247 ADS</p> <p>(Representing 116,235 ordinary shares)</p> | <p>16. Date issuer informed of transaction</p> <p>7 MAY 2008</p>   |

If a person discharging managerial responsibilities has been granted options by the issuer

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complete the following boxes

- |  |   |
|--|---|
| 17. Date of grant  | 18. Period during which or date on which exercisable                                    |
| N/A  | N/A   |
| 19. Total amount paid (if any) for grant of the option   | 20. Description of shares or debentures involved (class and number)                     |
| N/A  | N/A   |
| 21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise | 22. Total number of shares or debentures over which options held following notification |
| N/A  | N/A   |
| 23. Any additional information   | 24. Name of contact and telephone number for queries                                    |
| 1 ADS = 5 ORDINARY SHARES of US\$0.20 EACH   | GEMMA PARSONS<br>ASSISTANT COMPANY SECRETARY<br>020 7960 2228                           |

Name of authorised official of issuer responsible for making notification

GEMMA PARSONS

ASSISTANT COMPANY SECRETARY

Date of notification 7 May 2008\_\_\_\_\_

Notes: This form is intended for use by an issuer to make a RIS notification required by DR 3.3.

- (1) An issuer making a notification in respect of a transaction relating to the shares or debentures of the issuer should complete boxes 1 to 16, 23 and 24.
- (2) An issuer making a notification in respect of a derivative relating the shares of the issue should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An issuer making a notification in respect of options granted to a director/person discharged managerial responsibilities should complete boxes 1 to 3 and 17 to 24.

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- (4) An issuer making a notification in respect of a financial instrument relating to the shares of the issuer (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, and 24.