



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: August 24, 2004

By: /s/ Paul Chambers

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Paul Chambers  
Company Secretary

2

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company

Smith & Nephew plc

2. Name of director

Mr. Richard De Schutter

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Mr. Richard De Schutter

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

BNY Nominees Ltd

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)

N/A

6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

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Purchase of American Depository Shares ('ADSs')

7. Number of shares/amount of stock acquired

10,000 ADSs representing 50,000 ordinary shares of 12 2/9p

8. Percentage of issued class

0.005%

9. Number of shares/amount of stock disposed

N/A

10. Percentage of issued class

N/A

11. Class of security

American Depository Shares

12. Price per share

9,700 ADSs purchased at US\$44.78 and 300 ADSs purchased at US\$44.61

13. Date of transaction

20 August 2004

14. Date company informed

23 August 2004

15. Total holding following this notification

50,000 ADSs representing 250,000 ordinary shares of 12 2/9p

16. Total percentage holding of issued class following this notification

0.0267%

IF A DIRECTOR HAS BEEN GRANTED OPTIONS BY THE COMPANY PLEASE COMPLETE THE FOLLOWING BOXES.

17. Date of grant

18. Period during which or date on which exercisable

19. Total amount paid (if any) for grant of the option

20. Description of shares or debentures involved: class, number

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21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

22. Total number of shares or debentures over which options held following this notification

23. Any additional information

One ADS represents five ordinary shares of 12 2/9p per share

24. Name of contact and telephone number for queries

Kate Cummins 020 7960 2251

25. Name and signature of authorised company official responsible for making this notification

K Cummins  
Company Secretarial Assistant

Date of Notification

23 August 2004

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