

Edgar Filing: SMITH & NEPHEW PLC - Form 6-K

SMITH & NEPHEW PLC  
Form 6-K  
March 26, 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

March 25, 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: March 25, 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 to a transaction notified in accordance with

(ii) a disclosure made in accordance with LR 17.05  
or

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

(i)

3. Name of person discharging managerial responsibilities/director

JAMES RALSTON

4. State whether notification relates to a transaction connected with a person discharging managerial responsibilities/director named in 3 or the connected person

N/A

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a nonbeneficial interest 1

JAMES RALSTON

6. Description of shares (including class) debentures or derivatives or financial instruments relating to shares

AMERICAN DEPOSITARY SHARES

7. Name of registered shareholders(s) and, if more than one, the number of shares held by each of

8. State the nature of the transaction

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them

RBC (Cees) NOMINEES LIMITED AS NOMINEE FOR ABACUS  
CORPORATE TRUST LIMITED

SALE OF ADS UNDER THE SMITH & NEPHEW P  
SHARE PLAN

- |                                                                                                                                                                                                                                    |                                                                                                                                                                                               |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>9. Number of shares, debentures or financial instruments relating to shares acquired</p> <p style="margin-left: 40px;">888 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 style="margin-left: 40px;">LESS THAN 0.01%</p> |
| <p>11. Number of shares, debentures or financial instruments relating to shares disposed</p> <p style="margin-left: 40px;">292 ADS</p>                                                                                             | <p>12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when calculating percentage)</p> <p style="margin-left: 40px;">LESS THAN 0.01%</p> |
| <p>13. Price per share or value of transaction</p> <p style="margin-left: 40px;">US\$62.39 PER ADS</p>                                                                                                                             | <p>14. Date and place of transaction</p> <p style="margin-left: 40px;">20 MARCH 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 style="margin-left: 40px;">4,990 ADS</p> | <p>16. Date issuer informed of transaction</p> <p style="margin-left: 40px;">20 MARCH 2008</p>                                                                                                |

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

- |                                                                                                                                                             |                                                                                                                                      |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|
| <p>17. Date of grant</p> <p style="margin-left: 40px;">N/A</p>                                                                                              | <p>18. Period during which or date on which exercisable</p> <p style="margin-left: 40px;">N/A</p>                                    |
| <p>19. Total amount paid (if any) for grant of the option</p> <p style="margin-left: 40px;">N/A</p>                                                         | <p>20. Description of shares or debentures involved (class and number)</p> <p style="margin-left: 40px;">N/A</p>                     |
| <p>21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise</p> <p style="margin-left: 40px;">N/A</p> | <p>22. Total number of shares or debentures over which options held following notification</p> <p style="margin-left: 40px;">N/A</p> |
| <p>23. Any additional information</p>                                                                                                                       | <p>24. Name of contact and telephone number for queries</p>                                                                          |

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17% OF THE 2005 PERFORMANCE SHARE PLAN  
AWARD VESTED. 292 ADS WERE SUBSEQUENTLY  
SOLD TO COVER TAX ARISING.  
1ADS = 5 ORDINARY SHARES OF US\$0.20 EACH

GEMMA PARSONS  
ASSISTANT COMPANY SECRETARY  
020 7960 2228

Name of authorised official of issuer responsible for making notification

GEMMA PARSONS  
ASSISTANT COMPANY SECRETARY

Date of notification 25 MARCH 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 issuer 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.
- (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.