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Dear Sirs,

Dealing by Directors in Ordinary shares of Smith & Nephew plc

We have been notified today of the following transactions by Directors of Smith & Nephew plc:

Sir Timothy Lankester acquired 19 Ordinary shares of 122/9 pence each in Smith & Nephew plc, by re-investment of the 2001 Final Dividend, paid on 17 May 2002, through a non-discretionary single company PEP. Each share was purchased at 398.5 pence on 22 May 2002. Sir Timothy Lankester now holds 6,075 shares representing 0.0007% of the issued share capital.

Mr C J O'Donnell acquired 14 Ordinary shares of 122/9 pence each in Smith & Nephew plc, by re-investment of the 2001 Final Dividend, paid on 17 May 2002, through an ISA. Each share was purchased at 400.5 pence on 17 May 2002. Mr C J O'Donnell now holds 121,565 shares representing 0.0132% of the issued share capital.

Mr P Hooley acquired 14 Ordinary shares of 122/9 pence each in Smith & Nephew plc, by re-investment of the 2001 Final Dividend, paid on 17 May 2002, through an ISA. Each share was purchased at 400.5 pence on 17 May 2002. Mr P Hooley now holds 111,561 shares representing 0.0064% of the issued share capital.

Diane Eustace, wife of Mr D Eustace, a director of Smith & Nephew plc, acquired 57 Ordinary shares of 122/9 pence each in Smith & Nephew plc, by re-investment of the 2001 Final Dividend paid on 17 May 2002. Each share was purchased at 400.0 pence on 17 May 2002. Mr D Eustace now holds 48,966 shares representing 0.0053% of the issued share capital.

Yours faithfully,

J.V. Sutton
Assistant Company Secretary