

SMITH & NEPHEW PLC
Form 6-K
August 21, 2008

**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**

August 21, 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 ☒ X

Form 40-F

[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 ☒ X

[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 ☒ X

[Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing information to the

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Commission pursuant to Rule 12g3-2 (b) under the Securities Exchange Act of 1934.]

Yes

No X

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2 (b) : 82- n/a.

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 21, 2008

By: /s/ Paul Chambers

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 | 2. | State whether the notification relates to |
| | | | (i) a |

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SMITH & NEPHEW PLC

transaction notified in accordance with
DTR 3.1.2 R,

(ii) a disclosure made in accordance LR
9.8.6R(1) or

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

(i) and (iii)

3. Name of person discharging managerial
responsibilities/director

4. State whether notification relates to a
person

DAVID ILLINGWORTH

connected with a person discharging
managerial responsibilities/director
named in 3 and identify the connected
person

N/A

5. Indicate whether the notification is in respect 6.
of a holding of the person referred to in 3 or 4
above or in respect of a nonbeneficial

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

interest 1

ORDINARY SHARES

DAVID ILLINGWORTH

7. Name of registered shareholders(s) and, if 8.
more than one, the number of shares held by
each of them

State the nature of the transaction

N/A

N/A

9. Number of shares, debentures or financial 10.
instruments relating to shares acquired

Percentage of issued class acquired
(treasury shares of that class should not
be taken into account when calculating
percentage)

N/A

N/A

11. Number of shares, debentures or financial 12.
instruments relating to shares disposed

Percentage of issued class disposed
(treasury shares of that class should not
be taken into account when calculating
percentage)

N/A

N/A

13. Price per share or value of transaction

14. Date and place of transaction

N/A

N/A

15. Total holding following notification and 16.
total percentage holding following
notification (any treasury shares should not be
taken into account when calculating
percentage)

Date issuer informed of transaction

18 AUGUST 2008

N/A

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

17.	Date of grant 15 AUGUST 2008	18.	Period during which or date on which exercisable i. 15 AUGUST 2011 - 14 AUGUST 2018 ii. 15 AUGUST 2011
19.	Total amount paid (if any) for grant of the option N/A	20.	Description of shares or debentures involved (class and number) i. 112,540 ORDINARY SHARES OF US\$ 0.20 (SHARE OPTIONS) ii. 168,810 ORDINARY SHARES OF US\$ 0.20 (PERFORMANCE SHARE AWARDS)
21.	Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise i. 622p ii. N/A	22.	Total number of shares or debentures over which options held following notification i. 550,527 (SHARE OPTIONS) ii. 407,556 (PERFORMANCE SHARE AWARDS)
23.	Any additional information (i) GRANT OF EXECUTIVE SHARE OPTION (ii) AWARD UNDER 2004 PERFORMANCE SHARE PLAN ALL AWARDS ARE SUBJECT TO PERFORMANCE MEASUREMENTS	24.	Name of contact and telephone number for queries 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 20 August 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 discharging 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, 23 and 24.