

SMITH & NEPHEW PLC  
Form 6-K  
March 17, 2010

**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 17, 2010

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  
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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  
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No  X  
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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  
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No  X  
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[Indicate by check mark whether by furnishing the information contained

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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

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No X

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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.

**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 17, 2010

By: /s/ Susan Henderson

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Susan Henderson  
Company Secretary

NOTIFICATION OF TRANSACTIONS OF DIRECTORS/PERSONS DISCHARGING MANAGERIAL  
RESPONSIBILITY AND CONNECTED PERSONS

SMITH & NEPHEW PLC

17 March 2010

Smith & Nephew plc announces that it was informed on 16 March 2010 of the following transactions by directors or persons discharging managerial responsibilities ("PDMRs") following the vesting on 15 March 2010 of awards granted under the Smith & Nephew 2004 Performance Share Plan (the "PSP"), the Smith & Nephew Performance Share Agreements (the "PSA"), the Smith & Nephew 2004 Co-Investment Plan (the "COIP"), and Smith & Nephew 2004 Executive Share Option Plan (the "ESOP") on 15 March 2007:

| <b>Name of PDMR</b> | <b>Plan</b>                    | <b>Number of ordinary shares or ADSs acquired</b> | <b>Number of ordinary shares or ADSs disposed</b> | <b>Total ordinary shares or ADSs held following notification</b> |
|---------------------|--------------------------------|---|---|--|
| Mark Augusti        | i) PSP<br>ii) COIP             | 3,190 ADSs<br>405 ADSs                            | 1,041 ADSs<br>133 ADSs                            | 8,012 ADSs   |
| Elizabeth Bolgiano  | i) PSP<br>ii) COIP             | 1,843 ADSs<br>843 ADSs                            | 713 ADSs<br>326 ADSs                              | 4,421 ADSs   |
| Michael Frazzette   | i) PSP<br>ii) COIP             | 3,403 ADSs<br>972 ADSs                            | 1,086 ADSs<br>311 ADSs                            | 8,157 ADSs   |
| R Gordon Howe       | i) PSP<br>ii) COIP             | 1,104 ADSs<br>243 ADSs                            | 1,104 ADSs<br>406 ADSs                            | 3,775 ADSs   |
| David Illingworth   | i) PSP<br>ii) PSA<br>iii) COIP | 7,546 ADSs<br>3,774 ADSs<br>1,617 ADSs            | 3,110 ADSs<br>1,556 ADSs<br>667 ADSs              | 257,824 Ords (including 42,005 ADSs)                             |
| Adrian Hennah       | i) PSP<br>ii) PSA<br>iii) COIP | 50,278 Ords<br>25,139 Ords<br>13,521 Ords         | 20,718 Ords<br>10,359 Ords<br>5,572 Ords          | 131,187 Ords   |
| Roger Teasdale      | i) PSP                         | 6,703 Ords  | 2,763 Ords  | 11,597 Ords  |

Notes:

- 70% of the PSP and PSA awards made on 15 March 2007 vested and 30% of the awards lapsed.
- Matching and Bonus shares awarded under the COIP on 15 March 2007 vested. Bonus shares were acquired in 2007 and are included in the "disposed" and "total" columns only.
- The market value on 15 March 2010 of ordinary shares and ADSs was 676.39p per share and US\$50.8526 per ADS respectively.
- One ADS is equivalent to five ordinary shares of US\$0.20 each.

**Options**

| <b>Name of PDMR</b> | <b>Plan</b> | <b>Number of ordinary shares under option</b> | <b>Number of shares under option vesting (ordinary</b> | <b>Total options held following notification</b> |
|---------------------|-------------|---|--|--|
|---------------------|-------------|---|--|--|

|                       |              |        | <b>shares)</b> | <b>(ordinary shares)</b> |
|-----------------------|--------------|--------|----------------|--------------------------|
| Mark Augusti          | 2004<br>ESOP | 30,909 | 18,854         | 207,377                  |
| Elizabeth<br>Bolgiano | 2004<br>ESOP | 26,788 | 16,340         | 148,753                  |
| Michael<br>Frazzette  | 2004<br>ESOP | 32,970 | 20,111         | 146,203                  |
| R Gordon<br>Howe      | 2004<br>ESOP | 16,048 | 9,789          | 144,082                  |
| David<br>Illingworth  | 2004<br>ESOP | 54,813 | 33,435         | 576,632                  |
| Adrian<br>Hennah      | 2004<br>ESOP | 71,827 | 43,814         | 294,995                  |
| Roger<br>Teasdale     | 2004<br>ESOP | 19,154 | 11,683         | 85,868                   |

Notes

a) 61% of the options granted on 15 March 2007 vested and became capable of exercise at an exercise price of 626.5p per ordinary share. 39% of the options granted lapsed.

The ordinary shares were released and sold on 15 March 2010 in London, UK. The ADSs were released and sold on 15 March 2010 in New York, USA.

The percentages of issued share capital acquired, disposed and held following notification are all under 1% of the total issued share capital of the Company.

This announcement is made in accordance with the requirements of DTR 3.1.2 R.

Gemma Parsons  
Assistant Company Secretary  
Tel: 020 7401 7646