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SMITH & NEPHEW PLC  
Form 6-K  
October 17, 2005

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

October 14, 2005

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: October 14, 2005

By: /s/ Paul Chambers  
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Paul Chambers  
Company Secretary

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company

Smith & Nephew plc

2. Name of director

David Illingworth

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

David Illingworth

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

The Bank of New York

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

Purchase of ADRs under US Employee Stock Purchase Plan

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7. Number of shares / amount of stock acquired

128 ADRs

8. Percentage of issued class

Less than 0.01%

9. Number of shares/amount of stock disposed

10. Percentage of issued class

11. Class of security

American Depositary Receipts

12. Price per share

US\$ 36.09

13. Date of transaction

30 September 2005

14. Date company informed

13 October 2005

15. Total holding following this notification

1877 ADRs

16. Total percentage holding of issued class following this notification

Less than 0.01%

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

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

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

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

Participants in the US Employee Stock Purchase Plan buy ADRs at a discount to the market price of 15%. One ADR represents five ordinary shares of 12 2/9 pence each.

24. Name of contact and telephone number for queries

Phil Higgins 020 7960 2228

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

Phil Higgins (Assistant Company Secretary)

Date of Notification

14 October 2005

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