

SMITH & NEPHEW PLC  
Form 6-K  
September 15, 2009

**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**

September 15, 2009

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 | <input checked="" type="checkbox"/> | Form 40-F | <input type="checkbox"/> |
| ---       |                                     | ---       |                          |

[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 | <input type="checkbox"/> | No  | <input checked="" type="checkbox"/> |
| --- |                          | --- |                                     |

[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 | <input type="checkbox"/> | No  | <input checked="" type="checkbox"/> |
| --- |                          | --- |                                     |

[Indicate by check mark whether by furnishing the information contained

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

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 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: September 15, 2009

By: /s/ Susan Henderson  
-----  
Susan Henderson  
Company Secretary

**Notification of Transactions of Directors/Persons Discharging Managerial Responsibility and Connected Persons**

**All relevant boxes should be completed in block capital letters.**

- |  |  |
|--|--|
| <p>1. Name of the issuer<br/><br/>SMITH &amp; NEPHEW PLC</p>   | <p>2. State whether the notification relates to (i) a 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).<br/><br/>(i)</p> |
| <p>3. Name of person discharging managerial responsibilities/director<br/><br/>ROGER TEASDALE</p>  | <p>4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person<br/><br/>N/A</p>  |
| <p>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<br/><br/>ROGER TEASDALE</p> | <p>6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares<br/><br/>ORDINARY SHARES of US \$ 0.20</p>  |
| <p>7. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them<br/><br/>ROGER TEASDALE</p>  | <p>8. State the nature of the transaction<br/><br/>SETTLEMENT OF SHARES HELD UNDER THE SMITH &amp; NEPHEW PERFORMANCE SHARE PLAN WHICH VESTED ON 13 SEPTEMBER 2009</p>   |
| <p>9. Number of shares, debentures or financial instruments relating to shares acquired<br/><br/>1,385<br/>ORDINARY SHARES</p>   | <p>10. Percentage of issued class acquired (treasury shares of that class should not be taken into account when calculating percentage)<br/><br/>LESS THAN 0.01%</p>   |
| <p>11. Number of shares, debentures or financial</p>   | <p>12. Percentage of issued class disposed (treasury shares of that class should not be taken into account when</p>  |

|   |   |
|---|---|
| instruments relating to shares<br>disposed            | calculating percentage)                 |
|   | LESS THAN 0.01%                         |
| 1,385   |   |
| 13. Price per share or value of<br>transaction        | 14. Date and place of transaction       |
| 554p  | 1                                       |
|   | 4                                       |
|   | SEPTEMBER                               |
|   | 2009                                    |
| 15. Total holding following notification<br>and total | 16. Date issuer informed of transaction |
| percentage holding following<br>notification (any     | 1                                       |
| treasury shares should not be<br>taken into account   | 5                                       |
|   | SEPTEMBER                               |
|   | 2009                                    |
| when calculating percentage)                          |   |
| 7,657   |   |
| ORDINARY SHARES                                       |   |

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

|  |  |
|--|--|
| 17. Date of grant  | 18. Period during which or date on which exercisable                                       |
| N/A  | N/A  |
| 19. Total amount paid (if any) for grant of the<br>option  | 20. Description of shares or debentures involved<br>(class<br>and number)                  |
| N/A  |  |
| 21. Exercise price (if fixed at time of grant) or<br>indication that price is to be fixed at the time of<br>exercise | 22. Total number of shares or debentures over which<br>options held following notification |
| N/A  | N/A  |

23. Any additional information

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** \_\_\_\_

**1  
5  
SEPTEMBER  
200  
9**

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.