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SMITH & NEPHEW PLC  
Form 6-K  
March 16, 2006

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

March 16, 2006

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: March 16, 2006

By: /s/ Paul Chambers  
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Paul Chambers  
Company Secretary

## NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS

This form is intended for use by an issuer to make a RIS notification required by DR 3.1.4R(1).

- (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.

Please complete all relevant boxes should in block capital letters.

1. Name of the issuer

Smith & Nephew plc

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1)(a); or

(ii) DR 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

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both (i) and (ii)

3. Name of person discharging managerial responsibilities/director

Sir Christopher O'Donnell

4. State whether notification relates to a person 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 of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

Sir Christopher O'Donnell

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

Ordinary shares of US\$0.20 per share

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

Greenwood Nominees Limited, as nominee for Abacus Corporate Trustee Limited

8 State the nature of the transaction

Acquisition of shares

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

10,795

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

Less than 0.01%

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

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disposed

.....

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

.....

13. Price per share or value of transaction

516 pence per share

14. Date and place of transaction

14 March 2006

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

197,012

16. Date issuer informed of transaction

14 March 2006

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

17 Date of grant

13 March 2006 - Grant of Executive Share Options, Performance Share Plan and Co-investment Plan Awards

14 March 2006 - Award of nil cost options over Loyalty Award Shares under Long Term Incentive Plan.

18. Period during which or date on which it can be exercised

LTIP nil cost options - 14 March 2006 - 13 March 2013

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Executive Share Options, Performance Share Plan and Co-investment Plan awards -  
13 March 2009 - 12 March 2016

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

20. Description of shares or debentures involved (class and number)

22,108 Ordinary shares of US\$0.20 each - LTIP Nil Cost Options

134,046 Ordinary shares of US\$0.20 each - Executive Share Options

134,046 Ordinary shares of US\$0.20 each - Performance Share Plan

18,498 Ordinary shares of US\$0.20 each - Co-investment Plan

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

Executive share options - 514 pence

22. Total number of shares or debentures over which options held following notification

917,406

23. Any additional information

Grant of Nil Cost Options by the Trustees of the Smith & Nephew Employees Share Trust in respect of the Loyalty Bonus Awards for 1999 and 2001 LTIP Awards

Acquisition of 10,795 shares by Abacus Trustees in respect of the Co-investment Plan award

24. Name of contact and telephone number for queries

Phil Higgins -Assistant Company Secretary - 020 7960 2228

Name and signature of duly authorised officer of issuer responsible for making notification

Phil Higgins - Assistant Company Secretary

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Date of notification

15 March 2006