

SMITH & NEPHEW PLC  
Form 6-K  
March 08, 2013

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 08, 2013

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

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 08, 2013

By: /s/ Susan Swabey  
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Susan Swabey

Company Secretary

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

SMITH & NEPHEW PLC

08 March 2013

Smith & Nephew plc announces that it has been informed of the following transactions by Directors and persons discharging managerial responsibilities ("PDMRs") in relation to conditional awards over shares:

1. PERFORMANCE SHARE AWARDS GRANTED UNDER THE SMITH & NEPHEW GLOBAL SHARE PLAN 2010

| Name           | Grant date | Director/PDMR | Number of shares subject to award shown at target vesting |
|----------------|------------|---------------|---|
| Olivier Bohuon | 07.03.2013 | Director      | 120,464   |

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|                      |            |          |        |
|----------------------|------------|----------|--------|
| Julie Brown          | 07.03.2013 | Director | 66,433 |
| John Campo           | 07.03.2013 | PDMR     | 26,009 |
| Francisco Canal Vega | 07.03.2013 | PDMR     | 24,576 |
| Michael Frazzette    | 07.03.2013 | PDMR     | 29,183 |
| R. Gordon Howe       | 07.03.2013 | PDMR     | 20,995 |
| Helen Maye           | 07.03.2013 | PDMR     | 21,365 |
| Cyrille Petit        | 07.03.2013 | PDMR     | 23,076 |
| Rosalind Rivaz       | 07.03.2013 | PDMR     | 18,506 |
| Roger Teasdale       | 07.03.2013 | PDMR     | 23,307 |

(i) There are performance conditions attached to the vesting of performance share awards. These awards will vest on 7 March 2016, subject to the achievement of the performance conditions which are measured from 1 January 2013 to 31 December 2015.

(ii) The numbers of shares subject to the above awards are shown at target vesting. Should maximum vesting be achieved, participants will receive 2x the number of shares shown above. Awards will vest on a straight line basis between target and maximum.

(iii) Participants will receive an additional number of shares equivalent to the amount of dividend payable per vested share during the relevant performance period.

2. EQUITY INCENTIVE AWARDS GRANTED UNDER THE SMITH & NEPHEW GLOBAL SHARE PLAN 2010

| Name                 | Grant date | Director/PDMR | Number of shares subject to award |
|----------------------|------------|---------------|-----------------------------------|
| Olivier Bohuon       | 07.03.2013 | Director      | 82,423                            |
| John Campo           | 07.03.2013 | PDMR          | 26,009                            |
| Francisco Canal Vega | 07.03.2013 | PDMR          | 22,341                            |
| Michael Frazzette    | 07.03.2013 | PDMR          | 29,183                            |
| R. Gordon Howe       | 07.03.2013 | PDMR          | 20,995                            |
| Helen Maye           | 07.03.2013 | PDMR          | 25,250                            |
| Cyrille Petit        | 07.03.2013 | PDMR          | 15,524                            |
| Rosalind Rivaz       | 07.03.2013 | PDMR          | 18,506                            |
| Roger Teasdale       | 07.03.2013 | PDMR          | 23,307                            |

(i) The awards will normally vest in equal annual tranches over three years following the award date subject to continued achievement of objectives. In the event that objectives are not met in any of the three years, the portion of shares due to vest on the following anniversary will lapse.

(ii) Participants will receive an additional number of shares equivalent to the amount of dividend payable per vested share during the relevant performance period.

3. SHARE AWARD ON JOINING

| Name | Grant date | Director/PDMR |
|------|------------|---------------|
|------|------------|---------------|

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|             |            |          |  |
|-------------|------------|----------|--|
| Julie Brown | 07.03.2013 | Director | Number of shares<br>subject to award<br>75,000 |
|-------------|------------|----------|--|

- (i) The award will normally vest in equal tranches on each of 4 February 2014, 4 February 2015 and 4 February 2016.
- (ii) The award will vest, subject to continued employment, in equal tranches over 3 years following the award date.

4. PARTIAL VESTING OF 2012 EQUITY INCENTIVE AWARDS MADE UNDER THE GLOBAL SHARE PLAN 2010

| Name of PDMR           | Number of<br>ordinary shares<br>acquired | Number of<br>ordinary shares<br>sold | Total ordinary shares<br>held following<br>notification |
|------------------------|--|--------------------------------------|---|
| Michael Frazette (iii) | 10,590                                   | 4,024                                | 123,790   |
| Olivier Bohoun (iii)   | 30,482                                   | 7,634                                | 59,863  |
| John Campo (iii)       | 8,581                                    | 3,935                                | 76,166  |
| Roger Teasdale (iii)   | 8,842                                    | 4,610                                | 41,261  |
| Rosalind Rivaz (iii)   | 6,382                                    | 3,328                                | 3,054   |
| R. Gordon Howe         | 9,005                                    | 9,005                                | 59,295  |
| Helen Maye             | 9,579                                    | 0                                    | 19,142  |
| Francisco Canal Vega   | 8,262                                    | 0                                    | 8,262   |
| Guy Kelvin Johnson     | 8,083                                    | 0                                    | 55,043  |

- (i) The awards were granted under the GSP 2010 on 8 March 2012. One third of the shares vested on 8 March 2013, one third will vest on 8 March 2014 and one third will vest on 8 March 2015.
- (ii) The market value of ordinary shares acquired and sold on 8 March 2013 was 725.5549p per ordinary share.
- (iii) Ordinary shares were sold to cover taxation obligations arising on the vesting of the awards.

Notes:

1. The ordinary shares were released and sold in London, UK.
2. The percentages of issued share capital acquired, disposed and held following notification are all under 0.01% of the total issued share capital of the Company.

This announcement is made in accordance with the requirements of DTR 3.1.4 R (1)(a)

Gemma Parsons  
Deputy Company Secretary  
Smith & Nephew plc

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