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SMITH & NEPHEW PLC Form 6-K October 31, 2002

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 16, 2002

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

Form 40-F

[Indicate by check mark whether the registrant by furnishing the information contained in this Form 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.

_____ ___

Total Pages: 2

15 October 2002

The Secretary

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London Stock Exchange RNS Old Broad Street London EC2N 1HP

Dear Sirs,

We have been notified that Mr Warren Knowlton, a director of the Company, acquired on 14 October 2002, 100 American Depositary Shares ("ADSs") representing 1,000 ordinary shares of the Company, at a price of \$61.60 per ADS. Mr Knowlton now has an interest in 12,501 ordinary shares representing 0.0013% of the issued ordinary share capital of the Company.

Yours faithfully,

J.V. Sutton
Assistant Company Secretary