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SMITH & NEPHEW PLC  
Form 6-K  
May 17, 2004

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

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1934  
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May 17, 2004

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      X                      Form 40-F  
                  -----                      -----

[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.

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: May 17, 2004

By: /s/ Paul Chambers  
-----  
Paul Chambers  
Company Secretary

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13 May 2004

The Secretary  
London Stock Exchange  
RNS  
Old Broad Street  
London  
EC2N 1HP

Dear Sirs,

We have been notified today that Dr. Pamela Kirby, a director of Smith & Nephew plc, acquired 3,500 ordinary shares of 12 2/9 pence each in the Company on 12 May 2004, at a price of 566.50 pence per share. Dr. Kirby now has an interest in 3,500 ordinary shares representing 0.0004% of the issued share capital of the Company.

Yours faithfully,

P.R Chambers  
Company Secretary

17 May 2004

The Secretary

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London Stock Exchange  
RNS  
Old Broad Street  
London  
EC2N 1HP

Dear Sirs,

Dealing by Directors in Ordinary shares of Smith & Nephew plc

We have today been notified of the following transactions by Directors of Smith & Nephew plc:

Mr C J O'Donnell acquired 636 Ordinary shares of 12 2/9 pence each in Smith & Nephew plc and Mrs M O'Donnell 221 Ordinary Shares, by re-investment of a dividend paid on 14 May 2004. Each share was purchased at 575.48 pence on 14 May 2004.

Mr C J O'Donnell now has an interest in 164,400 shares representing 0.018% of the issued share capital.

Mrs Diane Eustace (wife of Mr Dudley Eustace) acquired 43 Ordinary shares of 12 2/9 pence each in Smith & Nephew plc, by re-investment of a dividend paid on 14 May 2004. Each share was purchased at 575.48 pence on 14 May 2004.

Mr Dudley Eustace now has an interest in 50,338 shares representing 0.005% of the issued share capital.

Yours faithfully,

P.R Chambers  
Company Secretary