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Commission pursuant to Rule 12g3-2 (b) under the Securities Exchange Act of 1934.]

Yes

No

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: August 28, 2009

By: /s/ Susan Henderson

Susan Henderson
Company Secretary

**RIS Announcement -Award grant
Smith & Nephew Plc
("the Company")**

**Employee Share Plans - Announcement of transaction in ordinary shares of
US\$0.20 each**

The Company announces that on

27

August
2009

conditional
awards

were
made under the Company's
2004 Performance Share
Plan

, 2001
UK Approved
Share Option Plan

and
2001 UK Unapproved Share
Option
Plan

to persons discharging managerial responsibility ("PDMR") as detailed in the table
s

below. No co
nsideration is payable for the award

s

**PERFORMANCE SHARE PLAN
("PSP")**

Name	PDMR	Number of shares subject to award	Total Number of Shares over which awards held under the PSP following Notification
Nassem Amin	PDMR	17,321 ordinary shares	17,321 ordinary shares

2001 UK APPROVED SHARE OPTION AND 2001 UK UNAPPROVED SHARE PLANS

Name	PDMR	Share Option Plan	Number of Ordinary shares subject to award	Option Price	Total Number of Shares over which Options held following Notification
Nassem Amin	PDMR	UK Approved Plan	5,859 ordinary shares	512 p	23,094 ordinary shares
		UK Unapproved Plan	17,235 ordinary shares	512 p	

Notes:

- There are performance conditions attached to the release of the

award under the Performance Share Plan, and the award will vest, subject to the achievement of the performance conditions which are measured from 1 January 2009 to 31 December 2011, on 27 August 2012.

- The options granted under the UK Approved and Unapproved Share Option Plans will vest three years from the award date, subject to the attainment of the relevant performance conditions and will be exercisable from 27 August 2012 to 26 August 2019.
- The transaction took place in London, UK
- This announcement is made following notifications under Disclosure Rule 3.1.2.

Contact:

Gemma Parsons

Assistant Company Secretary
Telephone: 020 7401 7646