

SMITH & NEPHEW PLC  
Form 6-K  
November 17, 2009

**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**

**November 16, 2009**

**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.]**

|                  |          |                  |
|------------------|----------|------------------|
| <b>Form 20-F</b> | <b>X</b> | <b>Form 40-F</b> |
| ---              |          | ---              |

**[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).]**

|            |           |          |
|------------|-----------|----------|
| <b>Yes</b> | <b>No</b> | <b>X</b> |
| ---        | ---       |          |

**[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).]**

|            |           |          |
|------------|-----------|----------|
| <b>Yes</b> | <b>No</b> | <b>X</b> |
| ---        | ---       |          |

**[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: November 16, 2009**

**By: /s/ Susan Henderson  
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Susan Henderson  
Company Secretary**

**Smith & Nephew plc**

16 November 2009

**Smith & Nephew plc - Transaction in Own Shares**

Smith & Nephew plc announces that on 13 November 2009 it transferred a total of 30,307 ordinary shares of US\$0.20 each to participants of the Smith & Nephew ShareSave Plan and the Smith & Nephew International

ShareSave Plan, who had exercised options following maturity on 1 November 2009.

The shares, which were all formerly held as Treasury shares, were transferred as follows:

- 24,569 ordinary shares at an exercise price of 348p per share; and
- 4,875 ordinary shares at an exercise price of 394p per share; and
- 596 ordinary shares at an exercise price of 432p per share; and
- 267 ordinary shares at an exercise price of 498p per share.

Following the above transactions, Smith & Nephew plc holds 64,896,157 ordinary shares in treasury, and has 885,471,732 ordinary shares in issue (excluding treasury shares).

**Susan Henderson**  
Company Secretary