

SMITH & NEPHEW PLC  
Form 6-K  
August 21, 2008

**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**

August 19, 2008

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

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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 X  
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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: August 19, 2008

By: /s/ Paul Chambers  
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Paul Chambers  
Company Secretary

**Transaction in own shares.**

Smith & Nephew plc announces that on 19  
August  
2008  
it purchased 100,000  
ordinary shares of US\$0.20 each at a price of

633.3985

pence per share. The purchased shares will be held as treasury shares.

Following the above purchase, Smith & Nephew plc holds 64,474,483 ordinary shares in treasury, and has 884,794,860 ordinary shares in issue (excluding treasury shares).

Paul Chambers  
Company Secretary