

SMITH & NEPHEW PLC

Form 6-K

December 14, 2016

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

December 14, 2016

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  
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 <input type="checkbox"/> | No <input checked="" type="checkbox"/> |
| ---                          | ---                                    |

If "Yes" is marked, indicate below the file number assigned to the  
registrant in connection with Rule 12g3-2 (b) : 82- n/a.

14 December 2016

Smith & Nephew plc (the "Company")

#### Transaction in Own Shares

The Company today purchased 300,000 of its Ordinary Shares of US 20¢ each through Merrill Lynch International, in accordance with the authority granted by shareholders at the Company's Annual General Meeting on 14 April 2016. These shares were issued in connection with employee share schemes in Quarter 3 2016 and have been purchased as part of a programme to reduce the Company's share capital, in order to keep it broadly constant, as announced on 13 December 2016. Details of the relevant purchase transactions are set out below:

Description of Shares: Smith & Nephew Ordinary Shares of US 20¢ each

Number of Shares repurchased: 300,000

Average price paid per Share: 1,164.7671p

Highest price paid per Share: 1,169.0000p

Lowest price paid per Share: 1,159.0000p

Date of transaction: 14 December 2016

Broker: Merrill Lynch International

The Company intends to hold these shares in Treasury.

Following the purchase of these shares, the Company holds 37,445,946 of its shares in Treasury. The Company's issued share capital, with one voting right per share consists of 876,288,817 Ordinary Shares of US20¢ each (excluding treasury shares). This is the figure which should be used by shareholders as the denominator when determining whether they are required to notify their interest in, or a change to their interest in, the Company under the FCA's Disclosure Guidance and Transparency Rules.

These purchases were made by Merrill Lynch International on behalf of the Company and a full breakdown of the individual trades is attached to this announcement.

[http://www.rns-pdf.londonstockexchange.com/rns/8871R\\_-2016-12-14.pdf](http://www.rns-pdf.londonstockexchange.com/rns/8871R_-2016-12-14.pdf)

This announcement is made in accordance with the requirements of LR 12.4.6.

Tony Llewellyn  
Deputy Company Secretary  
Smith & Nephew plc  
Tel: 01923 477320

SIGNATURES

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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: December 14, 2016

By: /s/ Susan Swabey

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Susan Swabey  
Company Secretary