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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 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: September 04, 2008

By: /s/ Paul Chambers  
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Paul Chambers  
Company Secretary

**Transaction in own shares.**

Smith & Nephew plc announces that on 4 September 2008 it purchased 100,000 ordinary shares of US\$0.20 each at a price of 642.7876 pence per share. The purchased shares will be held as treasury shares.

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Following the above purchase, Smith & Nephew plc holds 65,450,683 ordinary shares in treasury, and has 884,073,692 ordinary shares in issue (excluding treasury shares).

Paul Chambers

Company Secretary