

SMITH & NEPHEW PLC
Form 6-K
April 12, 2012

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

April 12, 2012

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.

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: April 12,2012

By: /s/ Susan Henderson

Susan Henderson

Company Secretary

12 April 2012

Smith & Nephew plc
Resolutions Passed at the Annual General Meeting

Smith & Nephew plc announces the results of the voting by poll on the resolutions put to its Annual General Meeting held at 2pm on 12 April 2012.

| Resolution | Total votes validly cast | Percentage of relevant shares in issue (%) | For/Discretion (Number of votes) | Against (Number of votes) | Abstentions (Number of votes) |
|---------------------------------------|--------------------------|--|----------------------------------|---------------------------|-------------------------------|
| Ordinary Resolutions | | | | | |
| 1. To adopt the Report and Accounts | 627,866,702 | 70.05 | 627,110,500 | 756,202 | 1,076,720 |
| 2. To approve the remuneration report | 478,307,968 | 53.37 | 444,661,926 | 33,646,042 | 150,626,503 |
| 3. To approve a final dividend | 628,342,686 | 70.11 | 628,309,142 | 33,544 | 600,736 |

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| | | | | | | |
|--|-------------|-------|-------------|------------|------------|--|
| Re-election of directors | | | | | | |
| 4. To re-elect Mr Ian E. Barlow | 628,300,780 | 70.10 | 620,985,333 | 7,315,447 | 634,359 | |
| 5. To re-elect Prof Geneviève B. Berger | 628,306,711 | 70.10 | 626,976,674 | 1,330,037 | 626,328 | |
| 6. To re-elect Mr Olivier Bohuon | 609,781,716 | 68.04 | 576,447,841 | 33,333,875 | 19,159,606 | |
| 7. To re-elect Sir John Buchanan | 628,309,111 | 70.10 | 616,762,355 | 11,546,756 | 632,211 | |
| 8. To re-elect Mr Adrian Hennah | 609,797,963 | 68.04 | 606,427,553 | 3,370,410 | 19,134,852 | |
| 9. To re-elect Dr Pamela J. Kirby | 627,843,223 | 70.05 | 613,407,143 | 14,436,080 | 1,089,815 | |
| 10. To re-elect Mr Brian Larcombe | 627,859,746 | 70.05 | 610,407,230 | 17,452,516 | 1,064,292 | |
| 11. To re-elect Mr Joseph C. Papa | 628,276,606 | 70.10 | 619,923,803 | 8,352,803 | 647,433 | |
| 12. To re-elect Mr Ajay Piramal | 628,277,619 | 70.10 | 625,049,234 | 3,228,385 | 655,420 | |
| 13. To re-elect Richard De Schutter | 628,240,985 | 70.09 | 609,030,802 | 19,210,183 | 683,053 | |
| 14. To reappoint the auditors | 616,205,570 | 68.75 | 604,680,417 | 11,525,153 | 12,740,001 | |
| 15. To authorise the Directors to determine the remuneration of the auditors | 628,311,227 | 70.10 | 619,816,947 | 8,494,280 | 623,912 | |
| 16. To renew the Directors' authority to allot shares | 628,250,738 | 70.10 | 593,812,393 | 34,438,345 | 686,887 | |
| Special Business | | | | | | |
| 17. To approve the Smith & Nephew Sharesave Plan 2012 | 604,977,282 | 67.50 | 594,670,392 | 10,306,890 | 23,943,502 | |
| 18. To approve the Smith & Nephew International Sharesave Plan 2012 | 604,966,782 | 67.50 | 593,891,118 | 11,075,664 | 23,961,793 | |
| Special Resolutions | | | | | | |
| | 628,174,461 | 70.09 | 619,640,448 | 8,534,013 | 763,164 | |

19. To renew the Directors' authority for disapplication of pre-emption rights

| | | | | | |
|---|-------------|-------|-------------|-----------|---------|
| 20 To renew the directors' limited authority to make market purchases of the Company's own shares | 628,232,487 | 70.09 | 625,884,261 | 2,348,226 | 698,638 |
|---|-------------|-------|-------------|-----------|---------|

| | | | | | |
|--|-------------|-------|-------------|------------|---------|
| 21 To authorise general meetings to be held on 14 days' notice | 628,317,086 | 70.10 | 562,253,494 | 66,063,592 | 624,236 |
|--|-------------|-------|-------------|------------|---------|

The number of ordinary shares in issue on 10 April 2012 at 6pm (excluding shares held in Treasury) was 896,272,825. Shareholders are entitled to one vote per share. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes validly cast.

A copy of the Resolutions passed as Special Business at the Annual General Meeting is being submitted to the UK Listing Authority and will shortly be available for inspection at the National Storage Mechanism document viewing facility, which is situated at: <http://www.hemscott.com/nsm>

Gemma Parsons
Deputy Company Secretary
Smith & Nephew plc

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