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Commission pursuant to Rule 12g3-2 (b) under the Securities Exchange Act of 1934.]

Yes

No

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 29, 2008

By: /s/ Paul Chambers

Paul Chambers
Company Secretary

Smith & Nephew plc - Voting Rights and Capital

29 August 2008

In conformity with Rule 5.6.1 of the FSA's Disclosure and Transparency Rules, we notify the market that as at 29 August 2008:

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Smith & Nephew plc's issued share capital with voting rights consists of 884,057,792 ordinary shares of US20¢ each.

65,400,683 ordinary shares are held in treasury, and are not included in the above figure.

884,057,792 ordinary shares may be used by shareholders for calculating if they are required to notify their interest in, or change to their interest in, the Company under the FSA's Disclosure and Transparency Rules.

Paul Chambers

Company Secretary