

INTEGRA LIFESCIENCES HOLDINGS CORP

Form 4

September 04, 2008

FORM 4UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CARLOZZI GERARD S

2. Issuer Name **and** Ticker or Trading
Symbol
INTEGRA LIFESCIENCES
HOLDINGS CORP [IART]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
09/02/2008

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Executive Vice President & COO

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	09/02/2008		M		1,587	A	\$ 32.32	4,672	D
Common Stock	09/02/2008		M		8,160	A	\$ 35.52	12,832	D
Common Stock	09/02/2008		M		2,656	A	\$ 38.72	15,488	D
Common Stock	09/02/2008		M		3,665	A	\$ 30.25	19,153	D
Common stock	09/02/2008		M		173	A	\$ 35.52	19,326	D

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Common Stock 09/02/2008 S 16,241 D \$ 48.6032 3,085 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 30.25	09/02/2008		M	3,665	<u>(1)</u>	07/26/2011	Common stock	3,665
Non-Qualified Stock Option (right to buy)	\$ 32.32	09/02/2008		M	1,587	<u>(2)</u>	06/01/2010	Common Stock	1,587
Non-Qualified Stock Option (right to buy)	\$ 35.52	09/02/2008		M	8,160	<u>(3)</u>	11/15/2010	Common Stock	8,160
Non-Qualified Stock Option (right to buy)	\$ 38.72	09/02/2008		M	2,656	<u>(4)</u>	02/01/2011	Common Stock	2,656
Incentive Stock Option (right to buy)	\$ 35.52	09/02/2008		M	173	<u>(3)</u>	11/15/2010	Common Stock	173

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARLOZZI GERARD S			Executive Vice President & COO	

Signatures

/s/ Kathryn Lamping,
Attorney-in-fact

09/04/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) 25% of the option vested every year for four years from the grant date 7/26/05.
- (2) 25% of the option vested one year after 6/1/2004 and the remaining 75% vested monthly thereafter over 36 months
- (3) 25% of the option vested one year after 11/15/2004 and the remaining 75% vested monthly thereafter over 36 months
- (4) 25% of the option vested one year after 2/1/2005 and the remaining 75% vested monthly thereafter over 36 months

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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