

INTEGRA LIFESCIENCES HOLDINGS CORP

Form 4

September 03, 2008

**FORM 4**

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

OMB APPROVAL

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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

(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)  
  
  
  
  
  
  
  
  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**08/29/2008**

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Executive Vice President & COO**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	08/29/2008		M			834	A	\$ 32.39	3,919	D	
Common Stock	08/29/2008		S			834	D	\$ 48.5312	3,085	D	
Common Stock	08/29/2008		M			4,775	A	\$ 28.78	7,860	D	
Common stock	08/29/2008		S			4,775	D	\$ 48.5312	3,085	D	
Common stock	08/29/2008		M			2,713	A	\$ 32.32	5,798	D	

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Common Stock	08/29/2008	S	2,713	D	\$ 48.5312	3,085	D
Common Stock	08/29/2008	M	50	A	\$ 32.32	3,135	D
Common Stock	08/29/2008	S	50	D	\$ 48.5312	3,085	D
Common Stock	08/29/2008	M	650	A	\$ 32.32	3,735	D
Common Stock	08/29/2008	S	650	D	\$ 48.5312	3,085	D
Common Stock	08/29/2008	M	1,830	A	\$ 27.32	4,915	D
Common Stock	08/29/2008	S	1,830	D	\$ 48.5312	3,085	D
Common Stock	08/29/2008	M	10,670	A	\$ 27.32	13,755	D
Common Stock	08/29/2008	S	10,670	D	\$ 48.5312	3,085	D
Common stock	08/29/2008	M	435	A	\$ 28.78	3,520	D
Common Stock	08/29/2008	S	435	D	\$ 48.5312	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 Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock	\$ 27.32	08/29/2008		M	1,830	(1) 09/26/2009	Common Stock	1,830

Option(right to buy)									
Incentive Stock Option (right to buy)	\$ 32.32	08/29/2008	M	650	(2)	06/01/2010	Common Stock	65	
Non-Qualified Stock Option (right to buy)	\$ 28.78	08/29/2008	M	4,775	(3)	01/02/2010	Common Stock	4,775	
Non-Qualified Stock Option (right to buy)	\$ 32.32	08/29/2008	M	2,713	(2)	06/01/2010	Common Stock	2,713	
Non Qualified Stock Option (right to buy)	\$ 32.32	08/29/2008	M	50	(2)	06/01/2010	Common Stock	50	
Non-Qualified Stock Option (right to buy)	\$ 32.39	08/29/2008	M	834	(4)	11/03/2009	Common stock	834	
Non Qualified Stock Option (right to buy)	\$ 27.32	08/29/2008	M	10,670	(1)	09/26/2009	Common Stock	10,670	
Incentive Stock Option (right to buy)	\$ 28.78	08/29/2008	M	435	(3)	01/02/2010	Common Stock	435	

## 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

09/03/2008

\*\*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 one year after 9/26/2003 and the remaining 75% vested monthly thereafter over 36 months
- (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 1/2/2004 and the remaining 75% vested monthly thereafter over 36 months
- (4) 25% of the option vested one year after 11/03/2003 and the remaining 75% vested monthly thereafter over 36 months

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