

INTEGRA LIFESCIENCES HOLDINGS CORP
 Form 4
 March 26, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Arduini Peter J

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)
 311 C ENTERPRISE DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/25/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
 President & CEO

PLAINSBORO, NJ 08536

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 03/25/2015 | | M | | 105 A \$ 0 | 17,714 | D |
| Common Stock | 03/25/2015 | | F | | 105 D \$ 61.58 | 17,609 | D |
| Common Stock | 03/25/2015 | | M | | 259 D \$ 0 | 17,868 | D |
| Common Stock | 03/25/2015 | | F | | 259 D \$ 61.58 | 17,609 | D |
| Common Stock | 03/25/2015 | | F | | 1,302 D \$ 61.58 | 16,307 | D |

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

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SEC 1474
(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Stock | \$ 0 ⁽¹⁾ | 03/25/2015 | | M | 259 | ⁽¹⁾ / ⁽¹⁾ | Common Stock | 259 |
| Restricted Stock Units/Contract Stock | \$ 0 ⁽²⁾ | 03/25/2015 | | M | 105 | ⁽²⁾ / ⁽²⁾ | Common Stock | 105 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Arduini Peter J 311 C ENTERPRISE DRIVE PLAINSBORO, NJ 08536 | X | | President & CEO | |

Signatures

/s/ Richard D. elick;
Attorney-in-Fact

03/26/2015

**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) This is a performance stock award granted March 25, 2013 which will vest, if certain performance goals are met, 33% on the first and second anniversaries of the grant date and 34% on the third anniversary of the grant date of which the second installment with respect to the 2014 performance period met the performance goal and vested on March 25, 2015 and such performance stock award will be

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distributed to Mr. Arduini within 30 days following the first business day that occurs immediately following the six month period after the date of his separation of service as deferred compensation. This performance stock award is subject to accelerated vesting upon termination of employment by reason of death, disability, without cause, or termination by Mr. Arduini for good reason.

- The award was a contract stock unit award which will vest in three annual equal installments on the first, second and third anniversaries of the grant date of 03/25/2013 of which the second installment has vested on March 25, 2015 and will be distributed to Mr. Arduini
- (2) within 30 days following the first business day that occurs immediately following the six month period after the date of his separation of service as deferred compensation. This award is subject to accelerated vesting upon termination of employment by reason of death or disability or upon a qualifying termination on or within 24 months following the date of a change in control.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.