

HOLTZ DAVID B
Form 4
November 17, 2005

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 *
HOLTZ DAVID B

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)
11/15/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP, Finance

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 Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 11/15/2005 | | S | 9,166 | D | \$ 34.3632 | 6,945 | D |
| Common Stock | 11/16/2005 | | M | 6,083 | A | \$ 13.625 | 13,028 | D |
| Common Stock | 11/16/2005 | | S | 6,083 | D | \$ 34.24 | 6,945 | D |
| Common Stock | 11/16/2005 | | M | 2,000 | A | \$ 14.87 | 8,945 | D |
| Common Stock | 11/16/2005 | | S | 2,000 | D | \$ 34.24 | 6,945 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common Stock | 11/16/2005 | M | 7,917 | A | \$ 13.625 | 14,862 | D |
| Common Stock | 11/16/2005 | M | 2,789 | A | \$ 27.78 | 17,651 | D |
| Common Stock | 11/16/2005 | G | 100 | D | \$ 0 | 17,551 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy) | \$ 13.625 | 11/16/2005 | | M | 6,083 | <u>(1)</u> 12/30/2006 | Common Stock | 6,083 | |
| Non-Qualified Stock Option (right to buy) | \$ 14.87 | 11/16/2005 | | M | 2,000 | <u>(2)</u> 08/02/2008 | Common Stock | 2,000 | |
| Incentive Stock Option (right to buy) | \$ 13.625 | 11/16/2005 | | M | 7,917 | <u>(3)</u> 12/30/2006 | Common Stock | 7,917 | |
| Incentive Stock Option (right to buy) | \$ 27.78 | 11/16/2005 | | M | 2,789 | <u>(4)</u> 08/14/2007 | Common Stock | 2,789 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HOLTZ DAVID B
311 C ENTERPRISE DRIVE
PLAINSBORO, NJ 08536

Sr. VP, Finance

Signatures

/s/ Jeffrey Hellman,
Attorney-in-Fact

11/17/2005

__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) These options vested over time, with all options having fully vested on December 30, 2003.
 - (2) The 2,000 options exercised on November 16, 2005 fully vested on August 2, 2003. The remainder of the grant will vest over time, with all options fully vesting on December 2, 2005.
 - (3) These options vested over time, with all options having fully vested on December 30, 2004.
 - (4) These options vested over time, with all options having fully vested on August 14, 2005.

Remarks:

Exhibit List

Exhibit 24.1 - Power of Attorney

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.