

CARLOZZI GERARD S
Form 4
March 10, 2010

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)
311 C ENTERPRISE DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/09/2010

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

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------------------|
| | | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 03/09/2010 | | S | | 2,778 | D | | \$ 42.2384 (1) |
| Common Stock | 03/09/2010 | | M | | 2,084 | A | | \$ 35.52 |
| Common Stock | 03/09/2010 | | S | | 1,997 | D | | \$ 42.108 (2) |
| Common Stock | 03/09/2010 | | M | | 938 | A | | \$ 38.72 |
| Common Stock | 03/09/2010 | | S | | 938 | D | | \$ 7,900 42.1526 |

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(3)

| | | | | | | | |
|--------------|------------|---|-------|---|------------|--------|---|
| Common Stock | 03/09/2010 | M | 4,500 | A | \$ 30.25 | 12,400 | D |
| Common Stock | 03/09/2010 | S | 4,500 | D | \$ 42.2153 | 7,900 | D |
| Common Stock | 03/09/2010 | S | 87 | D | \$ 42.07 | 7,813 | 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.

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 30.25 | 03/09/2010 | | M | 4,500 | (5) 07/26/2011 | Common Stock | 4,500 |
| Non-Qualified Stock Option (right to buy) | \$ 35.52 | 03/09/2010 | | M | 1,997 | (6) 11/15/2010 | Common Stock | 1,997 |
| Non-Qualified Stock Option (right to buy) | \$ 38.72 | 03/09/2010 | | M | 938 | (7) 02/01/2011 | Common Stock | 938 |
| Incentive Stock Option (right to buy) | \$ 35.52 | 03/09/2010 | | M | 87 | (6) 11/15/2010 | Common Stock | 87 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer

Other

CARLOZZI GERARD S
311 C ENTERPRISE DRIVE
PLAINSBORO, NJ 08536

Executive Vice President & COO

Signatures

/s/ Kathryn Lamping;
Attorney-in-Fact

03/10/2010

__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) The price shown above represents the weighted average price of the shares sold. The range of sale prices was \$42.16 to \$42.35.
- (2) The price shown above represents the weighted average price of the shares sold. The range of sale prices was \$42.07 to \$42.14.
- (3) The price shown above represents the weighted average price of the shares sold. The range of sale prices was \$42.14 to \$42.16.
- (4) The price shown above represents the weighted average price of the shares sold. The range of sale prices was \$42.16 to \$42.33.
- (5) 25% of the shares vested on the first, second, third and fourth anniversary of the grant date of 7/26/2005.
- (6) 25% of the shares vested on the first anniversary of the grant date of 11/15/2004 and the remaining 75% vested monthly thereafter over 36 months.
- (7) 25% of the shares vested on the first anniversary of the grant date of 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. 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.