

CARLOZZI GERARD S  
Form 4  
December 08, 2006

**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 ENTERPRISE DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/06/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Operating Officer

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                    | 12/06/2006                           |  | M                              |   | 4,498   | A  | \$ 27.32  |
| Common Stock                    | 12/06/2006                           |  | M                              |   | 24,669  | A  | \$ 27.32  |
| Common Stock                    | 12/06/2006                           |  | M                              |   | 7,292   | A  | \$ 28.78  |
| Common Stock                    | 12/06/2006                           |  | M                              |   | 4,841   | A  | \$ 30.25  |
| Common Stock                    | 12/06/2006                           |  | M                              |   | 20,159  | A  | \$ 30.25  |

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Common Stock      12/06/2006      S<sup>(1)</sup>      61,459      D      \$ 42.04      1,903      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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Incentive Stock Option (right to buy)      | \$ 27.32   | 12/06/2006                           |  | M                              | 4,498   | <sup>(2)</sup> 09/26/2009                                | Common Stock  | 4,498                         |
| Non-Qualified Stock Option (right to buy)  | \$ 27.32   | 12/06/2006                           |  | M                              | 24,669  | <sup>(3)</sup> 09/26/2009                                | Common Stock  | 24,669                        |
| Non-Qualified Stock Option (right to buy)  | \$ 28.78   | 12/06/2006                           |  | M                              | 7,292   | <sup>(4)</sup> 01/02/2010                                | Common Stock  | 7,292                         |
| Non-Qualified Stock Option (right to buy)  | \$ 30.25   | 12/06/2006                           |  | M                              | 4,841   | <sup>(5)</sup> 07/26/2011                                | Common Stock  | 4,841                         |
| Non-Qualified Stock Option (right to buy)  | \$ 30.25   | 12/06/2006                           |  | M                              | 20,159  | <sup>(5)</sup> 07/26/2011                                | Common Stock  | 20,159                        |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| CARLOZZI GERARD S<br>311 ENTERPRISE DRIVE<br>PLAINSBORO, NJ 08536 |               |           | Chief Operating Officer |       |

## Signatures

/s/ Jeffrey Hellman,  
Attorney-in-Fact

12/08/2006

\_\_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 sale reported on this Form 4 was pursuant to a Rule 10b5-1 plan adopted by the Reporting Person on December 6, 2006.
- (2) On a combined basis, 25% of this option grant and a Non-Qualified Stock Option grant made on the date of this grant vested one year after the September 26, 2003 grant date, with the remaining 75% vesting monthly thereafter over 36 months.
- (3) On a combined basis, 25% of this option grant and an Incentive Stock Option grant made on the date of this grant vested one year after the September 26, 2003 grant date, with the remaining 75% vesting monthly thereafter over 36 months.
- (4) On a combined basis, 25% of this option grant and an Incentive Stock Option grant made on the date of this grant vested one year after the January 2, 2004 grant date, with the remaining 75% vesting monthly thereafter over 36 months.
- (5) These options were granted on July 26, 2005 and vest 25% annually over four years.

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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