

INTEGRA LIFESCIENCES HOLDINGS CORP
 Form 4
 December 20, 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 *
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)
12/18/2006

____ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 12/18/2006 | | M | 2,010 A \$ 26.7 | 12,258 | D | |
| Common Stock | 12/18/2006 | | M | 1,669 A \$ 14.87 | 13,927 | D | |
| Common Stock | 12/18/2006 | | M | 250 A \$ 17.6 | 14,177 | D | |
| Common Stock | 12/18/2006 | | M | 2,196 A \$ 17.65 | 16,373 | D | |
| Common Stock | 12/18/2006 | | M | 1,252 A \$ 22.78 | 17,625 | D | |

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Common Stock 12/18/2006 M 770 A \$ 32.39 18,395 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Incentive Stock Option (right to buy) | \$ 26.7 | 12/18/2006 | | M | 2,010 | (1) 12/17/2007 | Common Stock | 2,010 |
| Incentive Stock Option (right to buy) | \$ 14.87 | 12/18/2006 | | M | 1,669 | (2) 08/02/2008 | Common Stock | 1,669 |
| Incentive Stock Option (right to buy) | \$ 17.6 | 12/18/2006 | | M | 250 | (3) 12/16/2008 | Common Stock | 250 |
| Incentive Stock Option (right to buy) | \$ 17.65 | 12/18/2006 | | M | 2,196 | (4) 12/31/2008 | Common Stock | 2,196 |
| Incentive Stock Option (right to buy) | \$ 22.78 | 12/18/2006 | | M | 1,252 | (5) 04/07/2009 | Common Stock | 1,252 |

| | | | | | | | | | | |
|---|----------|------------|---|-----|-----|------------|-----------------|-----|--|--|
| buy) | | | | | | | | | | |
| Incentive Stock Option (right to buy) | \$ 32.39 | 12/18/2006 | M | 770 | (6) | 11/03/2009 | Common Stock | 770 | | |

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

12/20/2006

**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) These options vested over time, with all options having fully vested on December 17, 2005.
- (2) These options vested over time, with all options having fully vested on August 2, 2006.
- (3) These options vested over time, with all options having fully vested on December 16, 2006.
- (4) 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 December 31, 2002 grant date with the remaining 75% vesting monthly thereafter over 36 months.
- (5) 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 April 7, 2003 grant date with the remaining 75% vesting monthly thereafter over 36 months.
- (6) 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 November 3, 2003 grant date with the remaining 75% vesting 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.