

INTEGRA LIFESCIENCES HOLDINGS CORP
 Form 4
 March 25, 2016

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 *
 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)
 03/23/2016

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 03/23/2016 | | F | V | 5,531 | D | \$ 64.81 44,692 D |
| Common Stock | 03/23/2016 | | M | | 177 | A | \$ 0 44,869 D |
| Common Stock | 03/23/2016 | | F | | 177 | D | \$ 64.81 44,692 D |
| Common Stock | 03/24/2016 | | M | | 207 | A | \$ 0 44,899 D |
| Common Stock | 03/24/2016 | | F | | 207 | D | \$ 64.37 44,692 D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 03/24/2016 | F | 6,476 | D | \$ 64.37 | 38,216 | D |
| Common Stock | 03/25/2016 | M | 105 | A | \$ 0 | 38,321 | D |
| Common Stock | 03/25/2016 | F | 105 | D | \$ 64.37 | 38,216 | D |
| Common Stock | 03/25/2016 | M | 607 | A | \$ 0 | 38,823 | D |
| Common Stock | 03/25/2016 | F | 607 | D | \$ 64.37 | 38,216 | D |
| Common Stock | 03/25/2016 | F | 4,605 | D | \$ 64.37 | 33,611 | 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) | 8. Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|-----|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Performance Stock | \$ 0 ⁽¹⁾ | 03/25/2016 | | M | 607 | ⁽¹⁾ | ⁽¹⁾ | Common Stock | 607 |
| Restricted Stock Units/Contract Stock | \$ 0 ⁽²⁾ | 03/23/2016 | | M | 177 | ⁽²⁾ | ⁽²⁾ | Common Stock | 177 |
| Restricted Stock Units/Contract Stock | \$ 0 ⁽³⁾ | 03/24/2016 | | M | 207 | ⁽³⁾ | ⁽³⁾ | Common Stock | 207 |
| | \$ 0 ⁽⁴⁾ | 03/25/2016 | | M | 105 | ⁽⁴⁾ | ⁽⁴⁾ | | 105 |

Restricted
Stock
Units/Contract
Stock

Common
Stock

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. Gorelick;
Attorney-in-Fact

03/25/2016

__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 3/25/13 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 (i) the third installment with respect to the 2015 performance period met the performance goal and vested on 3/25/16 and (ii) the catch-up performance goal during the performance period from 2013 through 2015 was achieved and as a result the first installment also vested on 3/25/16. Such performance stock award will be 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.

(2) 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 3/23/15 of which the first installment vested on 3/23/16 and which shall be delivered 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.

(3) 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 3/24/14 of which the second installment vested on 3/24/16 and which shall be delivered 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.

(4) The award was a contract stock unit award which vested in three annual equal installments on the first, second and third anniversaries of the grant date of 3/25/13 of which the third installment has vested on 3/25/16 and will be 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.

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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