

OGRADY JUDITH  
Form 4  
February 19, 2019

**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 \*  
OGRADY JUDITH

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)  
02/14/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
CorpVP,Global Reg.Affairs

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) |                 | 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)                                    | Amount or Price |   |  |                                   |
| Common Stock                    | 02/14/2019                           |  | A                              | 801 <sup>(1)</sup>                            | A               | \$ 0 22,085   | D  |                                   |
| Common Stock                    | 02/14/2019                           |  | A                              | 708 <sup>(2)</sup>                            | A               | \$ 0 22,793   | D  |                                   |
| Common Stock                    | 02/14/2019                           |  | A                              | 320 <sup>(3)</sup>                            | A               | \$ 0 23,113   | D  |                                   |

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

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SEC 1474 (9-02)

number.

**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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                              |       |
|---|---------------|-----------|------------------------------|-------|
|   | Director      | 10% Owner | Officer                      | Other |
| OGRADY JUDITH<br>311 C ENTERPRISE DRIVE<br>PLAINSBORO, NJ 08536 |               |           | Corp VP, Global Reg. Affairs |       |

## Signatures

/s/ Eric Schwartz;  
Attorney-in-Fact

02/19/2019

\_\_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) On February 14, 2019, the Compensation Committee certified that the Company achieved its performance goal for fiscal year 2018, at least 3% and up to a maximum of 11% increase in annual revenue over the prior fiscal year, under the March 14, 2016 Performance Stock Award. Accordingly, 34% of the shares will vest on March 14, 2019 at 150% of target, the third anniversary of the grant date.
- (2) On February 14, 2019, the Compensation Committee certified that the Company achieved its performance goal for fiscal year 2018, at least 3% and up to a maximum of 11% increase in annual revenue over the prior fiscal year, under the March 13, 2017 Performance Stock Award. Accordingly, 33% of the shares will vest on March 13, 2019 at 150% of target, the second anniversary of the grant date.
- (3) On February 14, 2019, the Compensation Committee certified that the Company achieved its performance goal for fiscal year 2018 under the March 13, 2018 performance stock award at or above the threshold level based on annual organic revenue growth over the prior fiscal year. Accordingly, 33% of the shares will vest on March 13, 2019 at 89.5% of target, the first anniversary of the grant date.

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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