

INTEGRA LIFESCIENCES HOLDINGS CORP

Form 4

April 25, 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)

3. Date of Earliest Transaction (Month/Day/Year)
04/21/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec VP, COO

(Street)

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) Code V Amount Price			
Common Stock	04/21/2006		M	6,250 A \$ 32.32	8,153	D	
Common Stock	04/21/2006		M	2,291 A \$ 32.39	10,444	D	
Common Stock	04/21/2006		S ⁽¹⁾	8,441 D \$ 42	2,003	D	
Common Stock	04/21/2006		S ⁽¹⁾	100 D \$ 42.5	1,903	D	

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

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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
Incentive Stock Option (right to buy)	\$ 32.32	04/21/2006		M	186	<u>(2)</u> 06/01/2010	Common Stock	186
Non-Qualified Stock Option (right to buy)	\$ 32.32	04/21/2006		M	6,064	<u>(3)</u> 06/01/2010	Common Stock	6,064
Incentive Stock Option (right to buy)	\$ 32.39	04/21/2006		M	64	<u>(4)</u> 11/03/2009	Common Stock	64
Non-Qualified Stock Option (right to buy)	\$ 32.39	04/21/2006		M	2,227	<u>(5)</u> 11/03/2009	Common Stock	2,227

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARLOZZI GERARD S			Exec VP, COO	

Signatures

/s/ Jeffrey Hellman,
Attorney-in-Fact

04/25/2006

__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 sales reported on this Form 4 were pursuant to a Rule 10b5-1 plan adopted by the Reporting Person on September 15, 2005.
- (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 June 1, 2004 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 June 1, 2004 grant date, with the remaining 75% vesting monthly thereafter over 36 months.
- (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 November 3, 2003 grant date, with the remaining 75% vesting monthly thereafter over 36 months.
- (5) 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 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.

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