

HENNEMAN JOHN B III
Form 4
November 17, 2008

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 *
HENNEMAN JOHN B III

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)
11/14/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Finance & Admin & CFO.

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	11/14/2008		M		16,202	A	\$ 17.65
Common Stock	11/14/2008		S		14,501	D	\$ 33.43 (1)
Common Stock	11/14/2008		S		1,701	D	\$ 34.07 (2)
Common stock	11/14/2008		M		3,854	A	\$ 17.72
	11/14/2008		S		3,854	D	32,078

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Common Stock						\$ 32.82 (3)		
Common Stock	11/14/2008		M	1,000	A	\$ 17.6	33,078	D
Common Stock	11/14/2008		S	525	D	\$ 32.95	32,553	D
Common Stock	11/14/2008		S	225	D	\$ 32.94	32,328	D
Common Stock	11/14/2008		S	250	D	\$ 32.94	32,078	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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 17.6	11/14/2008		M	250	(4) 12/16/2008	Common Stock	250	
Non-Qualified Stock Option (right to buy)	\$ 17.6	11/14/2008		M	750	(4) 12/16/2008	Common Stock	750	
Non-Qualified Stock Option (right to buy)	\$ 17.65	11/14/2008		M	16,202	(5) 12/31/2008	Common Stock	16,202	
Non-Qualified Stock Option (right to buy)	\$ 17.72	11/14/2008		M	3,854	(6) 11/21/2008	Common Stock	3,854	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HENNEMAN JOHN B III 311 C ENTERPRISE DRIVE PLAINSBORO, NJ 08536			EVP, Finance & Admin & CFO.	

Signatures

/s/ Kathryn Lamping,
Attorney-in-fact

11/17/2008

__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 price shown above represents the weighted average price of the shares sold. The range of the sale price was \$32.95 to \$33.92.
- (2) The price shown above represents the weighted average price of the shares sold. The range of the sale price was \$33.98 to \$34.16.
- (3) The price shown above represents the weighted average price of the shares sold. The range of the sale price was \$32.18 to \$32.94.
- (4) 25% of the options vested one year after the 12/16/2002 grant date, and the remaining 75% vested monthly thereafter over 36 months.
- (5) 25% of the options vested one year after the 12/31/2002 grant date, and the remaining 75% vested monthly thereafter over 36 months.
- (6) 1250 shares vest on 11/21/2003, 104 shares vest on 12/21/2003, 1250 vest monthly over the next anniversary from 12/21/2003 date and the remaining 1250 shares vest monthly over the next anniversary date from 12/21/2004 date.

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.