

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 26, 2005

INTEGRA LIFESCIENCES HOLDINGS CORPORATION
(Exact name of Registrant as specified in its charter)

Delaware	0-26224	51-0317849
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

311 Enterprise Drive
Plainsboro, NJ 08536
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (609) 275-0500

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

On July 26, 2005, the Compensation Committee of the Board of Directors of Integra LifeSciences Holdings Corporation modified the standard vesting schedule for stock options granted under its stock option plans and equity incentive plans on or after July 26, 2005. The modification provides that one quarter of each option grant shall vest on each of the one year anniversary of the grant date, the two year anniversary of the grant date, the three year anniversary of the grant date and the four year anniversary of the grant date.

The form "Notice of Grant of Stock Options and Option Agreement" to be used in connection with stock options grants is attached as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated by reference into this Item.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

Exhibit Number	Description of Exhibit
10.1	Form of Notice of Grant of Stock Options and Option Agreement

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

INTEGRA LIFESCIENCES HOLDINGS CORPORATION

Date: July 29, 2005

By: /s/ Stuart M. Essig

Stuart M. Essig
President and Chief Executive Officer

Exhibit Index

Exhibit Number	Description of Exhibit
10.1	Form of Notice of Grant of Stock Options and Option Agreement

Notice of Grant of Stock Options
and Option Agreement

Integra LifeSciences Holdings Corporation
ID: 51-0317849
311 Enterprise Drive
Plainsboro, New Jersey 08536

[NAME AND ADDRESS OF GRANTEE]

Option Number:
Plan: [NAME OF PLAN]
ID:

Effective [DATE OF GRANT], you have been granted a(n) [Non-Qualified]
[Incentive] Stock Option to buy ____ shares of Integra LifeSciences Holdings
Corporation (the Company) stock at \$[CLOSING PRICE OF COMMON STOCK ON DATE OF
GRANT] per share.

The total option price of the shares granted is \$_____.

Shares in each period will become fully vested on the date shown.**

Shares	Vest Type	Full Vest	Expiration
[1/4th of SHARES]	On Vest Date	[ONE YEAR ANNIVERSARY OF GRANT DATE]	[SIX YEAR ANNIVERSARY OF GRANT DATE]
[1/4th of SHARES]	On Vest Date	[TWO YEAR ANNIVERSARY OF GRANT DATE]	[SIX YEAR ANNIVERSARY OF GRANT DATE]
[1/4th of SHARES]	On Vest Date	[THREE YEAR ANNIVERSARY OF GRANT DATE]	[SIX YEAR ANNIVERSARY OF GRANT DATE]
[1/4th of SHARES]	On Vest Date	[FOUR YEAR ANNIVERSARY OF GRANT DATE]	[SIX YEAR ANNIVERSARY OF GRANT DATE]

By your signature and the Company's signature below, you and the Company agree
that these options are granted under and governed by the terms and conditions of
the Company's Stock Option Plan as amended and the Option Agreement, all of
which are attached and made a part of this document.

Integra LifeSciences Holdings Corporation

Date

Name

Date

** The above is the standard vesting schedule for options granted to employees.
Options granted to directors will (a) fully vest on the six month anniversary of
the grant date and (b) expire on the six year anniversary of the grant date
(except that grants made to directors upon their initial election as a director,
will expire on the ten year anniversary of the grant date).