

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>ESSIG STUART</u> (Last) (First) (Middle) <u>311 C ENTERPRISE DRIVE</u> (Street) <u>PLAINSBORO NJ 08536</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>INTEGRA LIFESCIENCES HOLDINGS CORP [IART]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">President and CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/27/2004</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>07/29/2004</u>		

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	07/27/2004		A ⁽¹⁾		0 ⁽¹⁾	A	\$0	555,774 ⁽¹⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units ⁽¹⁾	\$0 ⁽²⁾	07/27/2004		A		750,000		12/31/2009 ⁽²⁾	06/30/2029 ⁽²⁾	Common Stock	750,000	\$0	750,000	D	
Incentive Stock Option (right to buy)	\$0	07/27/2004		A ⁽³⁾		0 ⁽³⁾		(3)	(3)	Common Stock	0 ⁽³⁾	\$0	0 ⁽³⁾	D	
Non-Qualified Stock Options (right to buy)	\$31.38	07/27/2004		A		250,000 ⁽³⁾		07/27/2005 ⁽⁴⁾	07/27/2014	Common Stock	250,000	\$0	250,000	D	

Explanation of Responses:

- On July 29, 2004, the Reporting Person reported on Table I the July 27, 2004 grant of a contract stock unit award providing for the payment of 750,000 shares of the Issuer's common stock. This filing amends the July 29, 2004 filing to change the reporting of this grant from Table I to Table II. As a result, the amount of shares of common stock reported in Column 5 of Table I exclude these securities.
- This award provides for the payment of 750,000 shares of the Issuer's common stock (one share of common stock for each restricted stock unit), which shall generally be delivered to the Reporting Person following his termination of employment or retirement, but not before December 31, 2009, or later upon certain circumstances, or earlier if he is terminated without cause, if he leaves his position for good reason or upon a change of control. Delivery of the shares of common stock may be deferred by the Reporting Person, but not beyond June 30, 2029.
- On July 29, 2004, the Reporting Person reported on Table II a July 27, 2004 grant of a Non-Qualified Stock Option to purchase 247,292 shares of the Issuer's common stock and a July 27, 2004 grant of an Incentive Stock Option to purchase 2,708 shares of the Issuer's common stock. This filing amends the reporting of these grants to reflect that the Non-Qualified Stock Option was for the purchase of 250,000 shares of the Issuer's common stock and that no Incentive Stock Option was granted.
- 25% of the options vest one year after the grant date, with the remaining 75% vesting monthly thereafter over 36 months.

/s/ Stuart M. Essig 02/09/2005
 ** Signature of Reporting Person Date

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

* 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).

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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