

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>OGRADY JUDITH</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 LIFSCIENCES HOLDINGS CORP [ IART ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CorpVP,Global Reg.Affairs</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/14/2019</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	02/14/2019		A		801 <sup>(1)</sup>	A	\$0.00	22,085	D	
Common Stock	02/14/2019		A		708 <sup>(2)</sup>	A	\$0.00	22,793	D	
Common Stock	02/14/2019		A		320 <sup>(3)</sup>	A	\$0.00	23,113	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					

**Explanation of Responses:**

- 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.
- 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.
- 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.

**Remarks:**

/s/ Eric Schwartz; Attorney-in-Fact 02/19/2019

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby authorizes Eric Schwartz, Mythili Seshan, Carol Shields and Julie Wong to execute for and on behalf of the undersigned Forms 3, 4 and 5, and any amendments thereto, and cause such form(s) to be filed with the United States Securities and Exchange Commission pursuant to Section 16(a) of the Securities Act of 1934, relating to the undersigned's beneficial ownership of securities in Integra LifeSciences Holdings Corporation (the "Company"). The undersigned also authorizes the above persons to execute for and on behalf of the undersigned any Form ID or similar document required to obtain or renew Securities and Exchange Commission electronic filings codes and passwords and cause such form(s) to be submitted to and/or filed with the Securities and Exchange Commission. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of, and transactions in, securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 8th day of February 2019.

/s/ Judith O'Grady  
Judith O'Grady