

**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
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1. Name and Address of Reporting Person * <u>Arduini Peter J</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) <b>President &amp; CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/17/2015</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	02/17/2015		A		2,890 <sup>(1)</sup>	A	\$0.00	10,768	D	
Common Stock	02/17/2015		A		12,444 <sup>(2)</sup>	A	\$0.00	23,212	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
Performance Stock	(3)	02/17/2015		A		6,306		(3)	(3)	Common Stock	6,306	\$0.00	6,306	D	

**Explanation of Responses:**

- On February 17, 2015, the Compensation Committee certified that the Company achieved its performance goal for fiscal year 2014, at least a 3% increase in annual revenue over the prior fiscal year, under the March 25, 2013 Performance Stock Award. Accordingly, 33% of the shares will vest on March 25, 2015, the second anniversary of the grant date.
- On February 17, 2015, the Compensation Committee certified that the Company achieved its performance goal for fiscal year 2014, at least a 3% increase in annual revenue over the prior fiscal year, under the March 24, 2014 Performance Stock Award. Accordingly, 33% of the shares will vest on March 24, 2015, the first anniversary of the grant date.
- This is a performance stock award granted March 25, 2013 which will vest, if certain performance goals are met, 33% on the first and second anniversaries of the grant date and 34% on the third anniversary of the grant date and such performance stock award will be distributed to Mr. Arduini within 30 days following the first business day that occurs immediately following the six month period after the date of his separation of service as deferred compensation. On February 17, 2015, the Compensation Committee certified that the Company achieved its performance goal for fiscal year 2014, at least a 3% increase in annual revenue over the prior fiscal year, under the March 25, 2013 Performance Stock Award. Accordingly, 33% of the shares will vest on March 25, 2015, and be deferred as stated above. This performance stock award is subject to accelerated vesting upon termination of employment by reason of death, disability, without cause, or termination by Mr. Arduini for good reason.

**Remarks:**

/s/ Richard D. Gorelick;  
Attorney-in-Fact

02/19/2015

\*\* 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.