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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

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**Integra LifeSciences Holdings Corporation**

(Exact Name of Registrant as Specified in Its Charter)

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**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**51-0317849**  
(I.R.S. Employer  
Identification No.)

**1100 Campus Road, Princeton, New Jersey**  
(Address of Principal Executive Offices)

**08540**  
(Zip Code)

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**Fifth Amended and Restated Integra LifeSciences Holdings Corporation 2003 Equity Incentive Plan**  
(Full Title of the Plan)

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**Eric I. Schwartz**  
**Executive Vice President, Chief Legal Officer & Secretary**  
**1100 Campus Road**  
**Princeton, New Jersey 08540**  
(Name and Address of Agent For Service)

**(609) 275-0500**  
(Telephone number, including area code, of agent for service)

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

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## EXPLANATORY NOTE

This Registration Statement on Form S-8 (this “Registration Statement”) is being filed by Integra LifeSciences Holdings Corporation, a Delaware corporation (the “Company” or “Registrant”), relating to 1,900,000 shares of the Company’s common stock, par value \$0.01 per share (“Common Stock”), to be issued under the Integra LifeSciences Holdings Corporation Fifth Amended and Restated 2003 Equity Incentive Plan, as amended (the “Plan”), representing the increased number of shares of Common Stock authorized by an amendment to the Plan that was approved by the Company’s shareholders on May 9, 2024.

Pursuant to General Instruction E to Form S-8, this Registration Statement incorporates by reference the contents of the following registration statements previously filed with the Securities and Exchange Commission (the “Commission”): (i) the registration statement on Form S-8 filed by the Registrant on December 17, 2021 (File No. [333-261744](#)) relating to the Plan; (ii) the registration statement on Form S-8 filed by the Registrant on October 30, 2017 (File No. [333-221210](#)) relating to the Plan; (iii) the registration statement on Form S-8 filed by the Registrant on February 24, 2017 (File No. [333-216212](#)) relating to the Plan; (iv) the registration statement on Form S-8 filed by the Registrant on October 29, 2010 (File No. [333-170210](#)) relating to the Plan; (v) the registration statement on Form S-8 filed by the Registrant on November 10, 2008 (File No. [333-155263](#)) relating to the Plan; (vi) the registration statement on Form S-8 filed by the Registrant on August 12, 2005 (File No. [333-127488](#)) relating to the Plan; and (vii) the registration statement on Form S-8 filed by the Registrant on September 23, 2003 (File No. [333-109042](#)) relating to the Plan (together, the “Prior Forms S-8”). The contents of the Prior Forms S-8 are incorporated into this Registration Statement by reference except, in each case, to the extent supplemented, amended or superseded by the information set forth herein.

### PART I

#### INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

The information specified in Item 1 and Item 2 of Part I of Form S-8 is omitted from this filing in accordance with the provisions of Rule 428 under the Securities Act of 1933, as amended (the “Securities Act”) and the introductory note to Part I of the Form S-8 instructions. The documents containing the information specified in Part I will be sent or given to the participants in the Plan as required by Rule 428(b)(1) under the Securities Act. These documents and the documents incorporated by reference herein pursuant to Item 3 of Part II hereof, taken together, constitute a prospectus that meets the requirements of Section 10(a) of the Securities Act.

### PART II

#### INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

##### Item 3. Incorporation of Documents by Reference.

The following documents of the Registrant filed with the Commission are incorporated by reference in this Registration Statement as of their respective dates:

- (a) The Registrant’s Annual Report on [Form 10-K](#) for the year ended December 31, 2023 filed with the Commission on February 28, 2024;
- (b) The Registrant’s Quarterly Reports on Form 10-Q for the quarterly periods ended [March 31, 2024](#), [June 30, 2024](#) and [September 30, 2024](#) filed with the Commission on May 6, 2024, July 29, 2024 and November 4, 2024, respectively;
- (c) The Registrant’s [Definitive Proxy Statement](#) on Schedule 14A filed with the Commission on April 4, 2024, to the extent incorporated by reference into the Registrant’s Annual Report on [Form 10-K](#) for the year ended December 31, 2023;
- (d) The Registrant’s Current Reports on Form 8-K or Form 8-K/A, as applicable, filed with the Commission on [February 27, 2024](#), [February 28, 2024](#), [May 13, 2024](#), [May 17, 2024](#) and [November 4, 2024](#); and
- (e) The description of the Registrant’s common stock contained in the Registrant’s Current Report on Form 8-K filed on [November 4, 2013](#) and any amendment or report filed with the SEC for the purpose of updating the description, including [Exhibit 4.4](#) to the Registrant’s Annual Report on [Form 10-K](#) for the year ended December 31, 2023, filed with the SEC on February 28, 2024.

All documents filed by the Registrant with the Commission pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") (excluding information deemed to be furnished and not filed with the Commission) subsequent to the date of this Registration Statement and prior to the filing of a post-effective amendment that indicates that all securities offered hereby have been sold or that deregisters all securities then remaining unsold, will be deemed to be incorporated by reference in this Registration Statement and to be part hereof from the date of filing of such documents. The Registrant does not and will not, however, incorporate by reference in this Registration Statement any documents or portions thereof that are not deemed "filed" with the Commission, including any information or exhibits furnished pursuant to Item 2.02 or Item 7.01 of the Registrant's Current Reports on Form 8-K unless, and except to the extent, specified in such Current Reports.

Any statement contained in any document incorporated or deemed to be incorporated by reference herein will be deemed to be modified or superseded for purposes of this Registration Statement to the extent that a statement contained herein or in any other subsequently filed document which also is or is deemed to be incorporated by reference herein modifies or supersedes such statement. Any such statement so modified or superseded will not be deemed, except as modified or superseded, to constitute a part of this Registration Statement.

**Item 4. Description of Securities.**

Not applicable.

**Item 5. Interests of Named Experts and Counsel.**

Not applicable.

**Item 6. Indemnification of Directors and Officers.**

*The following summary is qualified in its entirety by reference to the complete text of any statutes referred to below and the certificate of incorporation and bylaws of Integra LifeSciences Holdings Corporation.*

The Registrant is organized under the laws of the State of Delaware. As permitted by the Delaware General Corporation Law ("DGCL"), Article 7 of the Company's amended and restated certificate of incorporation, as amended (the "Certificate of Incorporation") provides that our directors and officers shall not be personally liable to the Company or our stockholders for monetary damages for breach of fiduciary duty as directors and officers, except to the extent that Section 102(b)(7) (or any successor provision) of the DGCL, as amended from time to time, expressly provides that the liability of a director or officer may not be eliminated or limited. Under Section 102(b)(7) of the DGCL, liability of a director or officer may not be limited (i) for any breach of a director's duty of loyalty to the Company or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the DGCL, relating to prohibited dividends or distributions or the repurchase or redemption of stock, (iv) for any transaction from which the director or officer derived an improper personal benefit, or (v) an officer in any action by or in the right of the Company. In addition, Article 6 of our third amended and restated bylaws (the "Bylaws") provides for indemnification of our officers and directors to the fullest extent permitted under Delaware law.

Subsection (a) of Section 145 of the DGCL empowers a corporation to indemnify any person who was or is a party or who is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that the person is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with such action, suit or proceeding if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe the person's conduct was unlawful.

Subsection (b) of Section 145 of the DGCL empowers a corporation to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that the person acted in any of the capacities set forth above, against expenses (including attorneys' fees) actually and reasonably incurred by the person in connection with the defense or settlement of such action or suit if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable to the corporation unless and only to the extent that the Court of Chancery or the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the Court of Chancery or such other court shall deem proper.

Section 145 further provides that to the extent a director or officer of a corporation has been successful on the merits or otherwise in the defense of any action, suit or proceeding referred to in subsections (a) and (b) of Section 145, or in defense of any claim, issue or matter therein, such person shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection therewith; that indemnification provided for by Section 145 shall not be deemed exclusive of

any other rights to which the indemnified party may be entitled; and the indemnification provided for by Section 145 shall, unless otherwise provided when authorized or ratified, continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of such person's heirs, executors and administrators. Section 145 also empowers the corporation to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his or her status as such, whether or not the corporation would have the power to indemnify such person against such liabilities under Section 145.

Any person claiming indemnification within the scope of Section 6.01 of the Registrant's Bylaws is entitled to advances from the Registrant for payment of the expenses of defending actions against such person in the manner and to the full extent permissible under Delaware law.

The indemnification provided under Article 6 of the Bylaws is in the nature of a contract between the Registrant and each of its directors and officers. No amendment or repeal of any provision of Article 6 of the Bylaws will alter, to the detriment of such director or officer, the right of such person to the advancement of expenses or indemnification related to a claim based on an act or failure to act which took place prior to such amendment, repeal or termination.

The indemnification and advancement of expenses provided by Article 6 of the Bylaws is not exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any insurance or other agreement, vote of shareholders or disinterested directors or otherwise, both as to actions in their official capacity and as to actions in another capacity while holding an office, and will continue as to a person who has ceased to be a director or officer and will inure to the benefit of the heirs, executors and administrators of such person.

The Registrant has entered into indemnification agreements with all of its non-employee directors and executive officers that require it to indemnify these persons to the fullest extent permitted by applicable law against expenses, judgments, fines and amounts paid in settlement actually and reasonably incurred by the indemnitee, or on their behalf, as applicable, in connection with such third-party proceeding or any claim, issue or matter therein, if the indemnitee acted in good faith and in a manner they reasonably believed to be in, or not opposed to, the best interests of the Company and, in the case of a criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful. The indemnification agreements further provide for the indemnification of any such non-employee director or executive officer against all expenses incurred in the successful defense of any proceeding, whether on the merits or otherwise, in a proceeding or in defense of any claim, issue or matter therein, in whole or in part, and also establish procedures that will apply if a claim for indemnification arises under the indemnification agreements.

Insofar as indemnification for liabilities arising under the Securities Act may be permitted for our directors, executive officers or persons controlling us, we have been informed that, in the opinion of the Commission, such indemnification is against public policy as expressed in the Securities Act and is therefore unenforceable.

**Item 7. Exemption from Registration Claimed.**

Not applicable.

## Item 8. Exhibits.

Exhibit Number	Description
4.1(a)	<a href="#">Amended and Restated Certificate of Incorporation of the Registrant dated February 16, 1993 (Incorporated by reference to Exhibit 3.1(a) to the Registrant's Annual Report on Form 10-K for the year ended December 31, 2005).</a>
4.1(b)	<a href="#">Certificate of Amendment to Amended and Restated Certificate of Incorporation of the Registrant dated May 22, 1998 (Incorporated by reference to Exhibit 3.1(b) to the Registrant's Annual Report on Form 10-K for the year ended December 31, 1998).</a>
4.1(c)	<a href="#">Certificate of Amendment to Amended and Restated Certificate of Incorporation of the Registrant dated May 17, 1999 (Incorporated by reference to Exhibit 3.1(c) to the Registrant's Annual Report on Form 10-K for the year ended December 31, 2004).</a>
4.1(d)	<a href="#">Certificate of Amendment to Amended and Restated Certificate of Incorporation of the Registrant dated December 21, 2016 (Incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed on December 22, 2016).</a>
4.1(e)	<a href="#">Certificate of Amendment to Amended and Restated Certificate of Incorporation of the Registrant dated May 9, 2024 (Incorporated by reference to Exhibit 3.1(e) to the Registrant's Quarterly Report on Form 10-Q for the quarter ended September 30, 2024).</a>
4.2(a)	<a href="#">Third Amended and Restated Bylaws of Integra LifeSciences Holdings Corporation, effective as of December 21, 2023 (Incorporated by reference to Exhibit 3.3 to the Registrant's Annual Report on Form 10-K for the year ended December 31, 2022).</a>
4.3	<a href="#">Integra LifeSciences Holdings Corporation Fifth Amended and Restated 2003 Equity Incentive Plan (Incorporated by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed on May 18, 2021).</a>
4.4	<a href="#">Amendment No. 1 to the Integra LifeSciences Holdings Corporation Fifth Amended and Restated 2003 Equity Incentive Plan (Incorporated by reference to Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed on May 13, 2024).</a>
5.1	<a href="#">Opinion of Hogan Lovells US LLP.+</a>
23.1	<a href="#">Consent of Independent Registered Public Accounting Firm.+</a>
23.2	<a href="#">Consent of Hogan Lovells US LLP (included in Exhibit 5.1).+</a>
24.1	<a href="#">Power of Attorney.+</a>
107	<a href="#">Filing Fee Table.+</a>

+ Filed herewith

## Item 9. Undertakings.

(a) The undersigned Registrant hereby undertakes:

- (1) To file, during any period in which offers or sales are being made, a post-effective amendment to this Registration Statement:
  - (i) To include any prospectus required by Section 10(a)(3) of the Securities Act;
  - (ii) To reflect in the prospectus any facts or events arising after the effective date of this Registration Statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in this Registration Statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the Commission pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than 20 percent change in the maximum aggregate offering price set forth in the "Calculation of Filing Fee Tables" or "Calculation of Registration Fee" table, as applicable, in the effective registration statement;
  - (iii) To include any material information with respect to the plan of distribution not previously disclosed in this Registration Statement or any material change to such information in this Registration Statement;

*provided, however*, that paragraphs (a)(1)(i) and (a)(1)(ii) do not apply if the information required to be included in a post-effective amendment by those paragraphs is contained in reports filed with or furnished to the Commission by the Registrant pursuant to Section 13 or Section 15(d) of the Exchange Act that are incorporated by reference in this Registration Statement.

- (2) That, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.
- (3) To remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

(b) The undersigned Registrant hereby undertakes that, for purposes of determining any liability under the Securities Act, each filing of the Registrant's annual report pursuant to Section 13(a) or 15(d) of the Exchange Act (and, where applicable, each filing of an employee benefit plan's annual report pursuant to Section 15(d) of the Exchange Act) that is incorporated by reference in this Registration Statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial *bona fide* offering thereof.

(c) Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the Registrant pursuant to the foregoing provisions, or otherwise, the Registrant has been advised that in the opinion of the Commission such indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the Registrant of expenses incurred or paid by a director, officer or controlling person of the Registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the Registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

**SIGNATURES**

Pursuant to the requirements of the Securities Act, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Princeton, state of New Jersey, on this 4th day of November, 2024.

**INTEGRA LIFESCIENCES HOLDINGS CORPORATION**

By: /s/ Jan De Witte  
Jan De Witte  
Director, President and Chief Executive Officer

Pursuant to the requirements of the Securities Act, this Registration Statement has been signed by the following persons in the capacities on November 4, 2024.

SIGNATURE	TITLE
<u>/s/ Jan De Witte</u> Jan De Witte	Director, President and Chief Executive Officer (Principal Executive Officer)
<u>/s/ Lea Knight</u> Lea Knight	Executive Vice President and Chief Financial Officer (Principal Financial Officer)
<u>/s/ Jeffrey A. Mosebrook</u> Jeffrey A. Mosebrook	Senior Vice President and Controller (Principal Accounting Officer)
<u>*</u> Stuart Essig, Ph.D.	Executive Chairman of the Board
<u>*</u> Keith Bradley, Ph.D.	Director
<u>*</u> Shaundra Clay	Director
<u>*</u> Jeffrey A. Graves	Director
<u>*</u> Barbra B. Hill	Director
<u>*</u> Renee W. Lo	Director
<u>*</u> Raymond G. Murphy	Director
<u>*</u> Christian S. Schade	Director

\* This Registration Statement has been signed on behalf of the above directors by Jan De Witte, as attorney-in-fact pursuant to a power of attorney filed as Exhibit 24.1 to this Registration Statement.

DATED: November 4, 2024

By: /s/ Jan De Witte  
Jan De Witte, Attorney-in-Fact



Hogan Lovells US LLP  
1735 Market Street, 23<sup>rd</sup> Floor  
Philadelphia, PA 19103  
T +1 267 675 4600  
F +1 267 675 4601  
www.hoganlovells.com

November 4, 2024

Board of Directors  
Integra LifeSciences Holdings Corporation  
1100 Campus Road  
Princeton, New Jersey 08540

To the addressee referred to above:

We are acting as counsel to Integra LifeSciences Holdings Corporation, a Delaware corporation (the “**Company**”), in connection with its registration statement on Form S-8 (the “**Registration Statement**”), filed with the Securities and Exchange Commission under the Securities Act of 1933, as amended (the “**Act**”), relating to the proposed offering of up to 1,900,000 shares (the “**Shares**”) of common stock, par value \$0.01 per share, of the Company issuable pursuant to the Integra LifeSciences Holdings Corporation Fifth Amended and Restated 2003 Equity Incentive Plan, as amended (the “**Incentive Plan**”). This opinion letter is furnished to you at your request to enable you to fulfill the requirements of Item 601(b)(5) of Regulation S-K, 17 C.F.R. § 229.601(b)(5), in connection with the Registration Statement.

For purposes of this opinion letter, we have examined copies of such agreements, instruments and documents as we have deemed an appropriate basis on which to render the opinions hereinafter expressed. In our examination of the aforesaid documents, we have assumed the genuineness of all signatures, the legal capacity of all natural persons, the accuracy and completeness of all documents submitted to us, the authenticity of all original documents, and the conformity to authentic original documents of all documents submitted to us as copies (including pdfs). As to all matters of fact, we have relied on the representations and statements of fact made in the documents so reviewed, and we have not independently established the facts so relied on. This opinion letter is given, and all statements herein are made, in the context of the foregoing.

This opinion letter is based as to matters of law solely on the Delaware General Corporation Law, as amended. We express no opinion herein as to any other statutes, rules or regulations.

Based upon, subject to and limited by the foregoing, we are of the opinion that following (i) effectiveness of the Registration Statement, (ii) issuance of the Shares pursuant to the terms of the Incentive Plan, and (iii) receipt by the Company of the consideration for the Shares specified in the resolutions of the Board of Directors (or a duly authorized committee thereof) and in the Incentive Plan, the Shares will be validly issued, fully paid, and nonassessable.

Hogan Lovells US LLP is a limited liability partnership registered in the state of Delaware. “Hogan Lovells” is an international legal practice that includes Hogan Lovells US LLP and Hogan Lovells International LLP, with offices in: Alicante Amsterdam Baltimore Berlin Beijing Birmingham Boston Brussels Colorado Springs Denver Dubai Dusseldorf Frankfurt Hamburg Hanoi Ho Chi Minh City Hong Kong Houston London Los Angeles Luxembourg Madrid Mexico City Miami Milan Minneapolis Monterrey Munich New York Northern Virginia Paris Philadelphia Riyadh Rome San Francisco São Paulo Shanghai Silicon Valley Singapore Tokyo Washington, D.C. Associated Offices: Budapest Jakarta Shanghai FTZ. Business Service Centers: Johannesburg Louisville. For more information see [www.hoganlovells.com](http://www.hoganlovells.com)



This opinion letter has been prepared for use in connection with the Registration Statement. We assume no obligation to advise of any changes in the foregoing subsequent to the effective date of the Registration Statement.

We hereby consent to the filing of this opinion letter as Exhibit 5.1 to the Registration Statement. In giving this consent, we do not thereby admit that we are an “expert” within the meaning of the Act.

Very truly yours,

/s/ HOGAN LOVELLS US LLP

HOGAN LOVELLS US LLP

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in this Registration Statement on Form S-8 of Integra LifeSciences Holdings Corporation of our report dated February 28, 2024, relating to the financial statements and the effectiveness of internal control over financial reporting, which appears in Integra LifeSciences Holdings Corporation's Annual Report on Form 10-K for the year ended December 31, 2023.

/s/ PricewaterhouseCoopers LLP  
Florham Park, New Jersey  
November 4, 2024

## POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Jan De Witte, Lea Knight, and Eric I. Schwartz, or any one of them, as his or her true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to file and sign any and all amendments, including post-effective amendments and any registration statement for the same offering that is to be effective under Rule 462(b) of the Securities Act, to this registration statement, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, full power and authority to do and perform each and every act and thing requisite and necessary to be done in connection therewith as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or their substitute or substitutes may lawfully do or cause to be done by virtue hereof. This power of attorney shall be governed by and construed with the laws of the State of Delaware and applicable federal securities laws.

Pursuant to the requirements of the Securities Act of 1933, as amended, this registration statement has been signed below by the following persons on behalf of the registrant in the capacities and on the dates indicated.

SIGNATURE	TITLE	DATE
<u>/s/ Jan De Witte</u> Jan De Witte	Director, President and Chief Executive Officer (Principal Executive Officer)	October 11, 2024
<u>/s/ Lea Knight</u> Lea Knight	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	October 11, 2024
<u>/s/ Jeffrey A. Mosebrook</u> Jeffrey A. Mosebrook	Senior Vice President and Controller (Principal Accounting Officer)	October 11, 2024
<u>/s/ Stuart Essig, Ph.D.</u> Stuart Essig, Ph.D.	Executive Chairman of the Board	October 11, 2024
<u>/s/ Keith Bradley, Ph.D.</u> Keith Bradley, Ph.D.	Director	October 11, 2024
<u>/s/ Shaundra Clay</u> Shaundra Clay	Director	October 11, 2024
<u>/s/ Jeffrey A. Graves</u> Jeffrey A. Graves	Director	October 11, 2024
<u>/s/ Barbra B. Hill</u> Barbra B. Hill	Director	October 11, 2024
<u>/s/ Renee W. Lo</u> Renee W. Lo	Director	October 11, 2024
<u>/s/ Raymond G. Murphy</u> Raymond G. Murphy	Director	October 11, 2024
<u>/s/ Christian S. Schade</u> Christian S. Schade	Director	October 11, 2024

**Calculation of Filing Fee Table**

**Form S-8**  
(Form Type)

**Integra LifeSciences Holdings Corporation**  
(Exact Name of Registrant as Specified in its Charter)

Table 1: Newly Registered Securities

Security Type	Security Class Title	Fee Calculation Rule	Amount Registered <sup>(1)</sup>	Proposed Maximum Offering Price Per Unit	Maximum Aggregate Offering Price	Fee Rate	Amount of Registration Fee
Equity	Common Stock, par value \$0.01 per share, reserved for issuance under the Integra LifeSciences Holdings Corporation Fifth Amended and Restated 2003 Equity Incentive Plan, as amended	Other	1,900,000 <sup>(2)</sup>	\$19.01 <sup>(3)</sup>	\$36,119,000	0.00015310	\$5,530
<b>Total Offering Amounts</b>					\$36,119,000		\$5,530
<b>Total Fee Offsets</b>							—
<b>Net Fee Due</b>							\$5,530

- (1) In accordance with Rule 416 under the Securities Act of 1933, as amended (the “Securities Act”), this registration statement shall be deemed to cover any additional securities that may from time to time be offered or issued under the Integra LifeSciences Holdings Corporation Fifth Amended and Restated 2003 Equity Incentive Plan, as amended (the “Plan”) by reason of any substitutions or adjustments to shares to account for any change in corporate capitalization, such as a merger, consolidation, reorganization, recapitalization, separation, partial or complete liquidation, stock dividend, stock split, reverse stock split, split up, spin-off, or other distribution of stock or property of Integra LifeSciences Holdings Corporation (the “Company” or “Registrant”), combination or exchange of shares of common stock, \$0.01 par value per share (the “Common Stock”), dividend in kind, or other like change in capital structure.
- (2) Represents shares of Common Stock of the Registrant reserved for future issuance under the Plan, as of the date of this registration statement, which shares of Common Stock were added to the shares reserved under the Plan pursuant to an increase in shares of Common Stock available under the Plan approved by the Registrant’s stockholders at the Registrant’s 2024 Annual Meeting of Stockholders.
- (3) Estimated in accordance with Rule 457(c) and Rule 457(h) of the Securities Act solely for the purpose of calculating the amount of the registration fee based on the average of the high and low prices for a share of the Registrant’s Common Stock as reported on the Nasdaq Global Select Market on October 31, 2024, a date within five business days of the filing of this registration statement.