

Arduini Peter J
Form 4
March 15, 2019

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Arduini Peter J

2. Issuer Name **and** Ticker or Trading
Symbol
INTEGRA LIFESCIENCES
HOLDINGS CORP [IART]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

311 C ENTERPRISE DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/13/2019

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President & CEO

PLAINSBORO, NJ 08536

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)
Common Stock	03/13/2019		M	290	A \$ 0	216,501	D
Common Stock	03/13/2019		F	290	D \$ 55.91	216,211	D
Common Stock	03/13/2019		M	258	A \$ 0	216,469	D
Common Stock	03/13/2019		F	258	D \$ 55.91	216,211	D
Common Stock	03/13/2019		F	6,215	D \$ 55.91	209,996	D

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Common Stock	03/13/2019	F	11,687	D	\$ 55.91	198,309	D
Common Stock	03/14/2019	M	368	A	\$ 0	198,677	D
Common Stock	03/14/2019	F	368	D	\$ 56.14	198,309	D
Common Stock	03/14/2019	F	15,292	D	\$ 56.14	183,017	D

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

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SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 55.91	03/13/2019		A		91,249		<u>(1)</u>	03/13/2027	Common Stock	91,249
Restricted Stock Units/Contract Stock	\$ 0 <u>(2)</u>	03/13/2019		M		290		<u>(2)</u>	<u>(2)</u>	Common Stock	290
Restricted Stock Units/Contract Stock	\$ 0 <u>(3)</u>	03/13/2019		M		258		<u>(3)</u>	<u>(3)</u>	Common Stock	258
Restricted Stock Units/Contract Stock	\$ 0 <u>(4)</u>	03/13/2019		A		20,390		<u>(4)</u>	<u>(4)</u>	Common Stock	20,390
Restricted Stock Units/Contract Stock	\$ 0 <u>(5)</u>	03/14/2019		M		368		<u>(5)</u>	<u>(5)</u>	Common Stock	368

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Arduini Peter J 311 C ENTERPRISE DRIVE PLAINSBORO, NJ 08536	X		President & CEO	

Signatures

/s/ Eric Schwartz;
Attorney-in-Fact

03/15/2019

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) The grant will vest as to one-third of the shares on the first anniversary of the grant date of 3/13/2019 and thereafter in monthly installments through the following twenty-four months.

The award was a contract stock unit award which will vest in three annual equal installments on the first, second and third anniversaries of the grant date of 3/13/17 of which the second installment vested on 3/13/19 and which shall be delivered 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.

- (2) The award was a contract stock unit award which will vest in three annual equal installments on the first, second and third anniversaries of the grant date of 3/13/18 of which the first installment vested on 3/13/19 and which shall be delivered 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.

- (3) The award was a contract stock unit award which will vest in three annual equal installments on the first, second and third anniversaries of the grant date of 3/13/2019 which shall be delivered 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. This award is subject to accelerated vesting upon termination of employment by reason of death or disability or upon a qualifying termination on or within 24 months following the date of a change in control.

- (4) The award was a contract stock unit award which will vest in three annual equal installments on the first, second and third anniversaries of the grant date of 3/14/16 of which the third installment vested on 3/14/19 and which shall be delivered 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.

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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