

INTEGRA LIFESCIENCES HOLDINGS CORP

Form 4

March 15, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(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)
 03/13/2017

☐ 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/14/2017		F		15,730	D	\$ 43.03
Common Stock	03/14/2017		M		378	A	\$ 0
Common Stock	03/14/2017		F		378	D	\$ 43.03

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

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 information contained in this form are not
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SEC 1474
 (9-02)

number.

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 or Number of
Non-Qualified Stock Option (right to buy)	\$ 43.68	03/13/2017		A	84,071	(1) 03/13/2025	Common Stock 84
Restricted Stock Units/Contract Stock	\$ 0 (2)	03/13/2017		A	21,750	(2) (2)	Common Stock 21
Restricted Stock Units/Contract Stock	\$ 0 (3)	03/14/2017		M	378	(3) (3)	Common Stock 3

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/ Richard D. Gorelick;
Attorney-in-Fact 03/15/2017

__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 3/13/2017 and thereafter in monthly installments through the following twenty-four months.
- (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 3/13/2017 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

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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.

- (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 3/14/16 of which the first installment vested on 3/14/17 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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