

HENNEMAN JOHN B III
 Form 4/A
 February 07, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
HENNEMAN JOHN B III

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)
01/06/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec VP, CAO, & Secretary

PLAINSBORO, NJ 08536

4. If Amendment, Date Original Filed(Month/Day/Year)
01/10/2006

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 | 01/06/2006 | | M | 3,645 A \$ 6.5625 | 42,409 ⁽¹⁾ | D | |
| Common Stock | 01/06/2006 | | S | 100 D \$ 35.16 | 42,309 ⁽²⁾ | D | |
| Common Stock | 01/06/2006 | | S | 100 D \$ 35.2 | 42,209 | D | |
| Common Stock | 01/06/2006 | | S | 100 D \$ 35.22 | 42,109 | D | |
| Common Stock | 01/06/2006 | | S | 100 D \$ 35.25 | 42,009 | D | |

Edgar Filing: HENNEMAN JOHN B III - Form 4/A

| | | | | | | | | |
|--------------|------------|--|---|-------|---|-----------|--------|---|
| Common Stock | 01/06/2006 | | S | 180 | D | \$ 35.27 | 41,829 | D |
| Common Stock | 01/06/2006 | | S | 323 | D | \$ 35.28 | 41,506 | D |
| Common Stock | 01/06/2006 | | S | 97 | D | \$ 35.29 | 41,409 | D |
| Common Stock | 01/06/2006 | | S | 100 | D | \$ 35.31 | 41,309 | D |
| Common Stock | 01/06/2006 | | S | 100 | D | \$ 35.32 | 41,209 | D |
| Common Stock | 01/06/2006 | | S | 800 | D | \$ 35.34 | 40,409 | D |
| Common Stock | 01/06/2006 | | S | 100 | D | \$ 35.38 | 40,309 | D |
| Common Stock | 01/06/2006 | | S | 400 | D | \$ 35.45 | 39,909 | D |
| Common Stock | 01/06/2006 | | S | 345 | D | \$ 35.47 | 39,564 | D |
| Common Stock | 01/06/2006 | | S | 700 | D | \$ 35.5 | 38,864 | D |
| Common Stock | 01/06/2006 | | S | 100 | D | \$ 35.51 | 38,764 | D |
| Common Stock | 01/06/2006 | | M | 1,355 | A | \$ 6.5625 | 40,119 | D |

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

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 control number.

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | | Title | | |

| | | |
|-------------|------------|--------|
| Date | Expiration | Amount |
| Exercisable | Date | or |
| | | Number |
| | | of |
| | | Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HENNEMAN JOHN B III 311 C ENTERPRISE DRIVE PLAINSBORO, NJ 08536 | | | Exec VP, CAO, & Secretary | |

Signatures

| | |
|--|------------|
| /s/ Jeffrey Hellman, Attorney-in-Fact | 02/07/2006 |
| **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) Includes 696 shares acquired under the Issuer's Employee Stock Purchase Plan on December 30, 2005 in a transaction exempt under Rule 16b-3 under the Securities Exchange Act of 1934, as amended. Table II of the original Form 4 has not been amended and is not presented in this amendment as a result.
 - (2) This sale, and all other sales reported on this Form 4, was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 15, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.