

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>OGRADY JUDITH</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 LIFSCIENCES HOLDINGS CORP [IART]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior V.P. Regulatory</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/07/2004</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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	12/07/2004		M		7,753	A	\$5.875	0	D	
Common Stock	12/07/2004		M		938	A	\$11.5	0	D	
Common Stock	12/07/2004		M		4,163	A	\$13.625	0	D	
Common Stock	12/07/2004		M		911	A	\$19.27	20,755	D	
Common Stock								1,650	I	See Footnote ⁽¹⁾
Common Stock								1,650	I	See Footnote ⁽²⁾

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
Incentive Stock Option (right to buy)	\$5.875	12/07/2004		M			7,753	(3)	12/31/2005	Common Stock	7,753	\$0	3,500	D	
Incentive Stock Option (right to buy)	\$11.5	12/07/2004		M			938	(3)	09/19/2006	Common Stock	938	\$0	625	D	
Incentive Stock Option (right to buy)	\$13.625	12/07/2004		M			4,163	(3)	12/30/2006	Common Stock	4,163	\$0	5,000	D	
Incentive Stock Option (right to buy)	\$19.27	12/07/2004		M			911	(3)	06/22/2007	Common Stock	911	\$0	808	D	

Explanation of Responses:

- Shares held in an account for the benefit of Ms. O'Grady's son. Ms. O'Grady disclaims beneficial ownership of these shares.
- Shares held in an account for the benefit of Ms. O'Grady's daughter. Ms. O'Grady disclaims beneficial ownership of these shares.
- 25% of the options vest one year after the grant date, with the remaining 75% vesting monthly thereafter over 36 months.

/s/ Judith O'Grady

12/09/2004

** Signature of Reporting Person

Date

* 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.