First Quarter 2017
Earnings Call Presentation

April 26, 2017

Forward-Looking Statements / Safe Harbor

This presentation contains “forward-looking statements”, including statements regarding the proposed Codman Neurosurgery and the ability to consummate the proposed transaction. Statements in this document may contain, in addition to historical information, certain forward-looking statements. Some of these forward-looking statements may contain words like “believe,” “may,” “could,” “would,” “might,” “possible,” “should,” “expect,” “intend,” “plan,” “anticipate,” or “continue,” the negative of these words, other terms of similar meaning or they may use future dates. Forward-looking statements in this document include without limitation statements regarding the planned completion of the proposed acquisition, the benefits of the proposed acquisition, including future financial and operating results, Integra’s, the Codman Neurosurgery business’s plans, objectives, expectations and intentions and the expected timing of completion of the proposed acquisition. It is important to note that Integra’s goals and expectations are not predictions of actual performance. Actual results may differ materially from Integra’s current expectations depending upon a number of factors affecting the Codman Neurosurgery business, and Integra’s business and risks and uncertainties associated with acquisition transactions. These factors include, among other things, the following: successful closing of the proposed acquisition; the risk that competing offers will be made for the Codman Neurosurgery business before the binding offer made by Integra to Depuy Synthes is accepted; the risk that Johnson & Johnson may not accept Integra’s binding offer to purchase the Codman Neurosurgery business on a timely basis or at all; the ability to obtain required regulatory approvals for the proposed acquisition (including the approval of antitrust authorities necessary to complete the proposed acquisition), the timing of obtaining such approvals and the risk that such approvals may result in the imposition of conditions, including with respect to divestitures, that could materially adversely affect Integra, the Codman Neurosurgery business and the expected benefits of the proposed acquisition; the risk that a condition to closing of the proposed acquisitions may not be satisfied on a timely basis or at all, the failure of the proposed acquisitions to close for any other reason and the risk liability to Integra in connection therewith; access to available financing (including financing for the acquisitions) on a timely basis and on reasonable terms; the effects of disruption caused by the proposed acquisitions making it more difficult for Integra to execute its operating plan effectively or to maintain relationships with employees, vendors and other business partners; stockholder litigation in connection with the proposed acquisitions; Integra’s ability to successfully integrate the Codman Neurosurgery and Derma businesses and other acquired businesses; global macroeconomic and political conditions; the difficulty of predicting the timing or outcome of product development efforts and regulatory agency approvals or actions, if any; physicians’ willingness to adopt and third-party payers’ willingness to provide reimbursement for Integra’s, and the Codman Neurosurgery business’s existing, recently launched and planned products; difficulties or delays in manufacturing; the availability and pricing of third party sourced products and materials; and other risks and uncertainties discussed in Integra’s filings with the SEC, including the “Risk Factors” sections of Integra’s Annual Report on Form 10-K for the year ended December 31, 2016 and subsequent quarterly reports on Form 10-Q. Integra undertakes no obligation to update any forward-looking statements as a result of new information, future developments or otherwise, except as expressly required by law. All forward-looking statements in this document are qualified in their entirety by this cautionary statement.

Non-GAAP Financial Measures

In addition to our GAAP results, we provide organic revenues, adjusted earnings before interest, taxes, depreciation and amortization ("EBITDA"), adjusted net income, adjusted EPS, free cash flow and adjusted free cash flow conversion. Organic revenues consist of total revenues excluding the effects of currency exchange rates, acquired revenues and product discontinuances. Adjusted EBITDA consists of GAAP net income from continuing operations, excluding: (i) depreciation and amortization, (ii) other income (expense), (iii) interest income and expense, (iv) income taxes, (v) and those operating expenses also excluded from adjusted net income. The measure of adjusted net income consists of GAAP net income from continuing operations, excluding: (i) global enterprise resource planning ("ERP") implementation charges; (ii) structural optimization charges; (iii) certain employee severance charges; (iv) acquisition-related charges; (v) convertible debt noncash interest; (vi) intangible asset amortization expense; (vii) discontinued product lines charges and (viii) income tax impact from adjustments and other items. The adjusted EPS measure is calculated by dividing adjusted net income attributable to diluted shares by diluted weighted average shares outstanding. The measure of free cash flow consists of GAAP net cash provided by continuing operating activities from continuing operations less purchases of property and equipment. The adjusted free cash flow conversion measure is calculated by dividing free cash flow by adjusted net income.

The Company believes that the presentation of the various organic revenue, adjusted EBITDA, adjusted net income, adjusted EPS, free cash flow, and free cash flow conversion measures provide important supplemental information to management and investors regarding financial and business trends relating to the Company's financial condition and results of operations.

First Quarter Accomplishments

Derma Sciences

Codman Neuro

Integra New Product Introductions

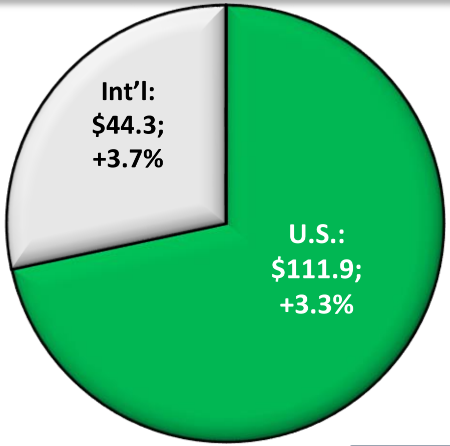
- Total company organic revenue growth of 6.4%
- Adjusted gross margin over 70.0%
- Operating cash flow growth increased 15% and adjusted free cash flow conversion of 85.1% (TTM)
- Derma Sciences commercial integration on track for mid-year completion
- Secured favorable financing for planned acquisition of Codman Neurosurgery
- Initiated full commercial launch of the CUSA® Clarity and Cadence® Total Ankle System

First quarter performance puts us on track to achieve full-year 2017 guidance

Specialty Surgical Solutions Revenue

First Quarter 2017
$156.3M; +3.4% Reported

$ in millions
As reported



****All Commentary in Constant Currency****

- Dural Repair sales increased high single digits
- Precision Tools & Instruments increased mid single digits driven by MAYFIELD®2
- Tissue Ablation sales increased mid single digits on strong capital sales
- Neuro Critical Care sales were in line with expectations
- International sales increased mid single digits based on strength in Asia Pac

	Q1 2017	Q1 2016	Growth	Feb 2017 Guidance	Apr 2017 Guidance*
Revenue	$156.3M	$151.2M	3.4%	3.5% - 5.5%	No Change
Organic	----	----	4.1%	4.5% - 6.5%	No Change

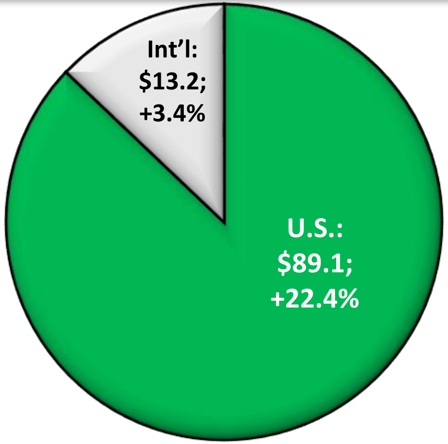
Reiterating full-year guidance

* Guidance does not include the impact from the planned acquisition of Codman Neurosurgery

Orthopedics & Tissue Technologies Revenue

First Quarter 2017
$102.3M; +19.6% Reported

$ in millions
As reported



****All Commentary in Constant Currency****

- Regenerative Technologies sales grew double digits, excluding Derma Sciences
- Derma commercial integration on track for mid-year completion; sales off to a solid start
- Total extremities hardware increased mid single digits^ driven by double-digit growth in both ankle and shoulder
- International sales excluding Derma Sciences were roughly flat^

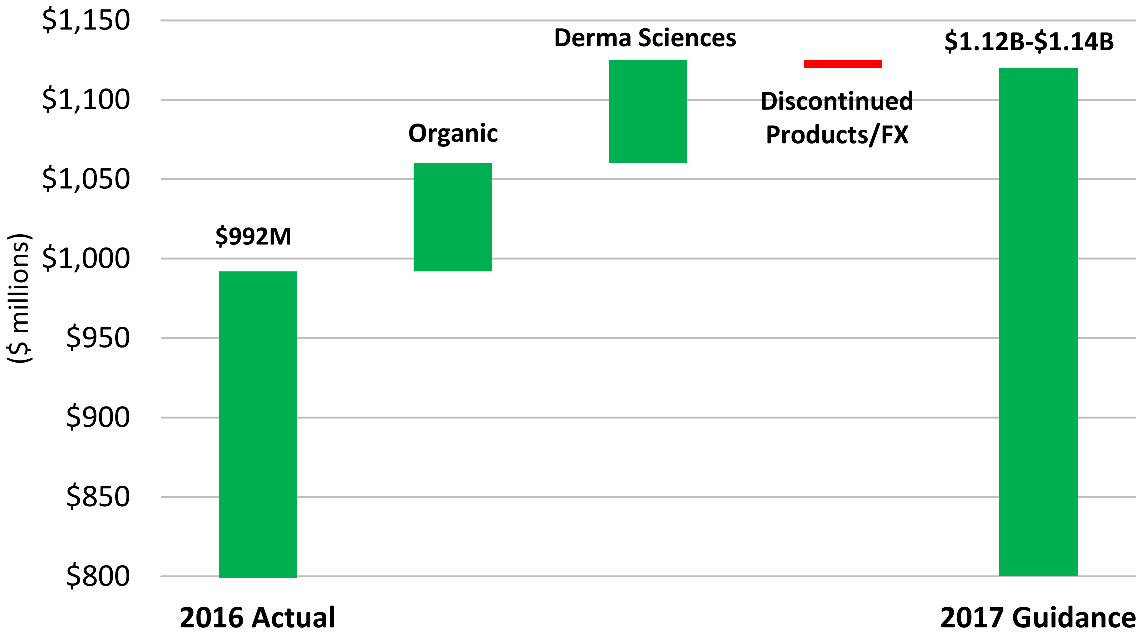
	Q1 2017	Q1 2016	Growth	Feb 2017 Guidance	Apr 2017 Guidance*
Revenue	$102.3M	$85.6M	19.6%	27% - 32%	No Change
Organic	----	----	10.4%	9% - 14%	No Change

^ Excludes discontinued Hintegra sales

Reiterating full-year double-digit organic growth

* Guidance includes the acquisition of Derma Sciences

Components of 2017 Revenue Guidance



Full Year 2017

- Derma expected to contribute ~$70 million
- Foreign currency expected to have a negative impact of ~1%
- Discontinued products represent a headwind of about (0.5%)
- Codman Neurosurgery excluded from guidance

2017 Organic Growth:
7% - 8.5%

2017 Reported Growth:
12.5% to 15.5%

Reiterating Full-Year Revenue Guidance of $1.12 - $1.14 Billion

Second Quarter 2017 Revenue Guidance Range of $282 million to $287 million, 6.5% - 7.0% Organic

First Quarter 2017 Results and 2017 Guidance

% of revenue	Q1 2017	Q1 2016	Change	Feb 2017 Guidance	Apr 2017 Guidance
Gross Margin	66.5%	64.2%	+230BPS	65% - 66%	No Change
Adj. Gross Margin*	70.2%	69.2%	+100BPS	69% - 70%	No Change
R&D	6.0%	6.1%	-10BPS	~6%	No Change
SG&A	55.1%	47.3%	+780BPS	51% - 52%	No Change
Adj. SG&A*	46.2%	44.4%	+180BPS	43% - 44%	No Change
Net Income	$6.4	$13.4	(52.2%)	$39.3 - $43.8	No Change
Adj. Net Income*	$30.9	$28.3	9.3%	$149.5 - $153.5	No Change
Adj. EBITDA*	21.3%	22.0%	-70BPS	23% - 24%	No Change
Tax Rate	(34.8%)	10.5%	NM	~15%	No Change
Adj. Tax Rate*	25.0%	28.1%	-310BPS	25% - 26%	No Change
Earnings per Share	$0.08	$0.18	(55.6%)	$0.49 -$0.55	No Change
Adj. Earnings per Share*	$0.39	$0.38	2.6%	$1.88 - $1.94	No Change

*These are non-GAAP financial measures. Please see the appendix of this presentation for a reconciliation to the nearest GAAP measure.

No change to full-year 2017 P&L guidance

Cash Flow and Other Measures: First Quarter and 2017 Guidance

($ millions)	Q1 2017	Q1 2016	Change	Feb 2017 Guidance	Apr 2017 Guidance
Operating Cash Flow	$28.9	$25.0	15.4%	$115 - $145	No Change
CapEx	$9.2	$10.9	(15.6%)	~$50 - $55	No Change
Free Cash Flow*	$19.7	$14.1	39.7%	$65 - $90	No Change
FCF Conversion (TTM)*	85.1%	65.4%	+20Pts	40% - 60%	No Change
Depreciation	$8.8	$7.7	14.3%	~$35M	No Change
Amortization	$11.0	$10.5	4.8%	~$48M	No Change
Shares Out (Mil)	78.4	76.5	2.5%	79.0 – 79.5	No Change
Adj. Shares Out (Mil)*	78.4	75.2	4.3%	79.0 – 79.5	No Change

*These are non-GAAP financial measures. Please see the appendix of this presentation for a reconciliation to the nearest GAAP measure.

Strong first quarter operating cash flow & free cash flow conversion

Capital Structure

Current Capitalization	
($ in millions)	**3/31/2017**
Cash and Equivalents	$ 124

Revolver ($1,000)	$ 355
Term Loan[@]	$ 500
Total Debt (face value)	$ 855

Net Debt	**$ 731**

[@] Does not include $700m incremental term loan with delayed draw feature announced on April 4, 2017

Credit Statistics	
Bank Leverage Ratio*	2.8x
Max Leverage Ratio	4.5x
Current Revolver Capacity[@]	$ 645

Pro Forma Leverage with Codman Neurosurgery Dec. 31, 2017	
Bank Leverage Ratio^	<4.5x
Max Leverage Ratio	5.5x

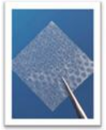
*This ratio is calculated per the Senior Credit Facility agreement
^ Per new credit facility and financings associated with planned acquisition of Codman Neurosurgery

Dec. 31, 2017 pro forma bank leverage expected to be <4.5x at time of closing

Key Focus Areas for 2017 and Beyond

Execute on our 2017 financial targets

Focus on integration of Derma Sciences and closing of Codman Neurosurgery



Increase regenerative technology commercial investments and new product launches

- Build upon 3 x 3 wound care strategy
- Enhance market access and health economics value proposition

Drive organic growth with new product introductions, channel expansion and geographic reach

- Gain share in the ankle arthroplasty market with Cadence® and Salto Talaris®
- Make commercial investments focused in Orthopedics & Tissue Technologies and International channels

Appendix

Non-GAAP Reconciliations

First Quarter 2017 Organic Growth Reconciliation

(In thousands)	Q1 2017	Q1 2016
Specialty Surgical Solutions	**$156,290**	**$151,175**
Domestic	111,948	108,402
International	44,342	42,773
Orthopedics and Tissue Technologies	**$102,346**	**$85,595**
Domestic	89,148	72,830
International	13,198	12,765
Total Revenue	**$258,636**	**$236,770**
Domestic	201,096	181,232
International	57,540	55,538
Revenue from discontinued products	(433)	(2,541)
Revenue ex-discontinued products	**$258,203**	**$234,229**
Impact of changes in currency exchange	1,365	
Revenue from acquisitions*	(10,404)	
Organic Revenue	**$249,164**	**$234,229**
Organic Revenue Growth	*6.4%*	

* Acquisitions include Derma Sciences.

First Quarter 2017 & 2016 Adjusted EBITDA Margin Reconciliation

(In thousands)	Q1 2017	Q1 2016
GAAP net income	**$6,394**	**$13,419**
Depreciation and intangible asset amortization expense	19,717	18,253
Other (income) expense, net	90	738
Interest (income) expense, net	5,124	6,367
Income tax expense (benefit)	(1,649)	1,576
Global ERP implementation charges	2,427	3,324
Structural optimization charges	1,586	1,709
Certain employee severance charges	125	650
Acquisition-related charges	20,317	6,041
Discontinued product lines charges	1,025	-
Total of non-GAAP adjustments:	$48,762	$38,658
Adjusted EBITDA	**$55,156**	**$52,077**
Total Revenues	$258,636	$236,770
Adjusted EBITDA Margin	**21.3%**	**22.0%**

First Quarter 2017 and 2016 Adjusted EPS Reconciliation

(In thousands)	Q1 2017	Q1 2016
GAAP net income	**$6,394**	**$13,419**
Global ERP implementation charges	2,427	3,324
Structural optimization charges	1,586	1,709
Certain employee severance charges	125	650
Acquisition-related charges	20,317	6,041
Discontinued product lines charges	1,025	-
Intangible asset amortization expense	10,966	10,536
Convertible debt non-cash interest	-	2,064
Estimated income tax impact from adjustments and other items	(11,951)	(9,480)
Total of non-GAAP adjustments:	$24,495	$14,844
Adjusted net income	**$30,889**	**$28,263**
Adjusted diluted net income per share	**$0.39**	**$0.38**
Weighted average common shares outstanding for diluted net income from continuing operations per share	78,394	76,466
Weighted average common shares outstanding adjustment for economic benefit of convertible bond hedge transactions	-	(1,306)
Weighted average common shares outstanding for adjusted diluted net income per share	78,394	75,160

First Quarter 2017 and 2016 (TTM) Free Cash Flow Conversion Reconciliation

(In thousands)	TTM 2017	TTM 2016
GAAP Net cash provided by operating activities*^	$163,040	$112,792
Purchases of Property and Equipment	(45,624)	(38,978)
Free Cash Flow	**$117,416**	**$73,814**
Adjusted net income	$137,990	$112,921
Adjusted Free Cash Flow Conversion	**85.1%**	**65.4%**

*For periods prior to 2016, operating cash flow has been adjusted for FASB 2016-09, however, P&L impacts prior to 2016 will not be revised.
^Operating cash flow excludes $42.8M of accreted interest payment associated with the 2016 Convertible Notes.

First Quarter 2017 Gross Margin Reconciliation

(In thousands)	Q1 2017	Q1 2016
Reported Gross Profit	**$172,051**	**$151,997**
Structural optimization charges	898	985
Certain employee severance charges	-	211
Acquisition-related charges	643	3,652
Discontinued product lines charges	1,025	-
Intangible asset amortization expense	6,865	7,065
Adjusted Gross Profit	**$181,482**	**$163,910**
Total Revenues	$258,636	$236,770
Adjusted Gross Margin	**70.2%**	**69.2%**

First Quarter 2017 Adjusted SG&A Reconciliation

(In thousands)	Q1 2017	Q1 2016
Reported SG&A	**$142,497**	**$111,975**
Global ERP implementation charges	2,427	3,324
Structural optimization charges	688	724
Certain employee severance charges	125	439
Acquisition-related charges	19,674	2,389
Adjusted SG&A	**$119,583**	**$105,099**
Total Revenues	$258,636	$236,770
Adjusted SG&A (% of Revenue)	**46.2%**	**44.4%**