
 OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

(Print of Type Responses)

1. Name and Address of Reporting Person*

Nociolo Don R.

 (Last) (First) (Middle)

 311 Enterprise Drive

 (Street)
 Plainsboro NJ 08536

 (City) (State) (Zip)

Integra LifeSciences Holdings Corp. (IART)

2. Issuer Name and Ticker or Trading Symbol

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

 12/17/02

4. Statement for Month/Day/Year

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

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

 Sr. Vice President, Operations

7. Individual or Joint/Group Filing (Check Applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned
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1. Title of Security (Instr. 3)	2. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Transaction(s) (Instr. 3 & Instr.4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Ownership (Instr.4)
				(A) or (D)	Price				
Common Stock	12/13/02		M	2,221	A	\$ 8.0000		D	
Common Stock	12/13/02		M	7,745	A	\$ 3.3750		D	
Common Stock	12/13/02		S	2,979	D	\$17.2100	17,172	D	

FORM 4 (continued)

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 (mm/dd/yy)	3A. Deemed Execution Date if any (mm/dd/yy)	4. Transaction Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exer- cisable Date Expira- tion	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (I) or Indirect (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
Incentive Stock Option	\$3.3750	12/13/02		M	7,745	12/31/04	Common Stock 7,745		6,164	D	
Incentive Stock Option	\$8.0000	12/13/02		M	2,221	03/10/03	Common Stock 2,221		0	D	
Incentive Stock Option	\$17.3600	12/13/02		A	250	1 12/13/08	Common Stock 250	250		D	
Incentive Stock Option	\$17.6000	12/16/02		A	125	1 12/16/08	Common Stock 125	125		D	
Non-Qualified Stock Option	\$17.3600	12/13/02		A	750	1 12/13/08	Common Stock 750	750		D	
Non-Qualified Stock Option	\$17.6000	12/16/02		A	375	1 12/16/08	Common Stock 375	375		D	

Explanation of Responses:

1) 25% of the options vest one year after the grant date, with the remaining 75% vesting monthly thereafter over 36 months.

/s/ Don R. Nociolo 12/17/02
 **Signature of Reporting Person Date

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

* 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.