UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): July 31, 2006

INTEGRA LIFESCIENCES HOLDINGS CORPORATION
(Exact name of Registrant as specified in its charter)

Delaware	0-26224	51-0317849
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

311 Enterprise Drive
Plainsboro, NJ 08536
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (609) 275-0500

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 1.01. ENTRY INTO A MATERIAL DEFINITVE AGREEMENT.

On August 1, 2006, the Company's Board of Directors approved the Integra LifeSciences Holdings Corporation Management Incentive Compensation Plan (the "Plan"). The purpose of the Plan is to enhance the ability of the Company to offer incentive compensation to employees at certain grade levels ("key associates") by rewarding the achievement of corporate goals and specifically measured individual goals which are consistent with and support the overall corporate goals of the Company. The Company's executive officers with the title of "Senior Vice President" are included among the key associates.

The Plan will be administered by the head of the Company's human resources department, subject to oversight by the Compensation Committee. The administrator shall have full authority to establish the rules and regulations relating to the Plan, to interpret the Plan and those rules and regulations, to select key associates to participate in the Plan, to determine the percentage of base salary that each key associate is eligible to receive (the "Target Award Percentage") if the targeted level of performance was achieved for the performance goals during the performance period, to approve all of the awards, to decide the facts in any case arising under the Plan and to make all other determinations, including factual determinations, and to take all other actions necessary or appropriate for the proper administration of the Plan, including the delegation of such authority or power, where appropriate. With respect to executive officers of the Company, the Compensation Committee shall have final decision-making authority. The Company's Chief Executive Officer, other than with respect to himself, also has the powers of the administrator and of the Compensation Committee with respect to selecting key associates in the Plan and determining each key associate's Target Award Percentage.

Prior to the beginning of a performance period, the administrator (or, as appropriate, the Compensation Committee) shall determine the employees who shall be key associates during that performance period and determine each key associate's Target Award Percentage and Performance Goal or Goals (and how they are weighted, if applicable) for that performance period. "Performance Goals" for any performance period shall mean the performance goals of the Company and/or the key associate's employer, as specified by the administrator in consultation with the Company's executive committee, based on the achievement of corporate EBITDA targets relating to the Company and/or the key associate's employer's operating plan and global sales. In addition, performance goals for a performance period will relate to the individual key associate's attainment of performance goals that are specified for such key associate. The Performance Goals may be weighted as to corporate and individual goals for each key associate, as determined at the beginning of the performance period. The Plan provides for specified Target Award Percentages to be used in the event no Target Award Percentage is established prior to the performance period.

A key associate will earn an award for a performance period based on the level of achievement of the Performance Goals established for that period. The amount of the award may be increased as much as 50% above the target award based on the extent to which the level of achievement of the Performance Goals exceeds the target level for that Performance Period (to a maximum of 120% of the Target Performance Goals), as specified at the time the Performance Goals are set for that performance period. An award may also be reduced below the target award to the extent the level of achievement of the Performance Goals is below target, but at or above the minimum level for that performance period, at the time the Performance Goals are established. A key associate will receive no award if the level of achievement of all Performance Goals is below the minimum required to earn an award for the applicable performance period (i.e., 90% of the Target Performance Goals), as specified at the time the Performance Goals are established.

Subject to certain exceptions, payment of the awards shall be made as soon as administratively practicable following the close of such performance period, but in no event later than March 15 of the calendar year following the performance period; provided, however, that such payment may be delayed past March 15 of such calendar year if the Compensation Committee determines that, as a result of unforeseen circumstances beyond the Company's control, it is administratively impracticable to make the payment by such date or that making the payment by such date would jeopardize the solvency of the Company, then the payment will be made as soon as administratively practicable after March 15.

The Company's Board of Directors or its Compensation Committee may amend and/or terminate the Plan at any time.

ITEM 2.03. CREATION OF A DIRECT FINANCIAL OBLIGATION OR AN OBLIGATION UNDER AN OFF-BALANCE SHEET ARRANGEMENT OF A REGISTRANT.

On July 31, 2006, the Company borrowed $34 million under its senior secured revolving credit facility to partially fund the acquisition of Kinetikos Medical, Inc. discussed below. As a result of this borrowing, the Company has $100 million of outstanding borrowings under its credit facility as of the date of this filing.

The outstanding borrowings have one-month interest periods. The weighted average interest rate of the outstanding borrowings is 6.51%.

The credit facility requires the Company to maintain various financial covenants, including leverage ratios, a minimum fixed charge coverage ratio and a minimum liquidity ratio. The credit facility also contains customary affirmative and negative covenants, including those that limit the Company's and its subsidiaries' ability to incur additional debt, incur liens, make investments, enter into mergers and acquisitions, liquidate or dissolve, sell or dispose of assets, repurchase stock and pay dividends, engage in transactions with affiliates, engage in certain lines of business and enter into sale and leaseback transactions.

ITEM 5.02. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

(d) On August 1, 2006, the Company appointed Neal Moszkowski, age 40, as a director of the Company and to the Compensation Committee of the Company's Board of Directors. The press release issued by the Company announcing this appointment is attached as Exhibit 99.1 to this report.

Mr. Moszkowski serves as the Co-Chief Executive Officer of TowerBrook Capital Partners, LP, a private equity investment company with more than $2.5 billion under management. Prior to joining TowerBrook, Mr. Moszkowski was Managing Director and Co-Head of Soros Private Equity, the private equity investment business of Soros Fund Management LLC, where he served since August 1998. From August 1993 to August 1998, Mr. Moszkowski worked for Goldman, Sachs & Co. and affiliates, where he served as Vice President and Executive Director in the Principal Investment Area. Mr. Moszkowski also currently serves as a director of Wellcare Health Plans, Inc., Bluefly, Inc., Spheris, Inc. and JetBlue Airways Corporation.

Mr. Moszkowski was a director of the Company from March 1999 to May 2005.

ITEM 8.01. OTHER EVENTS.

MODIFICATION OF EXCHANGE OFFER FOR 2 1/2% CONTINGENT CONVERTIBLE SUBORDINATED NOTES DUE 2008

On July 31, 2006, the Company announced that it modified its offer in which holders of its outstanding 2 1/2% Contingent Convertible Subordinated Notes due 2008 may exchange these notes for new 2 1/2% Contingent Convertible Subordinated Notes due 2008.

A copy of this press release is filed herewith as Exhibit 99.2 and is incorporated herein by reference.

ACQUISITION OF KINETIKOS MEDICAL, INC.

On July 31, 2006, Integra LifeSciences Corporation, a wholly owned subsidiary of the Company, acquired Kinetikos Medical, Inc. ("KMI") for approximately $40 million in cash, subject to certain adjustments, including future payments based on the performance of the KMI business after the acquisition.

A copy of the press release issued by the Company announcing the closing of the transaction is attached as Exhibit 99.3 to this Current Report on Form 8-K and is incorporated by reference into this Item.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

Exhibit Number	Description of Exhibit
99.1	Press release issued August 1, 2006
99.2	Press release issued July 31, 2006
99.3	Press release issued August 2, 2006

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

INTEGRA LIFESCIENCES HOLDINGS CORPORATION

Date: August 4, 2006

By: /s/ Stuart M. Essig

Stuart M. Essig
President and Chief Executive Officer

Exhibit Index

Exhibit Number	Description of Exhibit
99.1	Press release issued August 1, 2006
99.2	Press release issued July 31, 2006
99.3	Press release issued August 2, 2006

News Release

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Integra LifeSciences Holdings Corporation

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Integra LifeSciences Holdings Corporation Appoints Neal Moszkowski to its Board of Directors

Plainsboro, NJ / August 1, 2006 / -- Integra LifeSciences Holdings Corporation (Nasdaq: IART) today announced that effective immediately it has increased the size of its Board of Directors to eight and appointed Neal Moszkowski to fill the newly created vacancy. Mr. Moszkowski was also appointed to the Compensation Committee.

Mr. Moszkowski currently serves as the Co-Chief Executive Officer of TowerBrook Capital Partners, LP, a private equity investment company with more than $2.5 billion under management. The firm has offices in London and New York and focuses on making investments in European and North American companies.

Richard Caruso, Chairman of Integra's Board of Directors stated: "I am pleased that Neal has agreed to re-join our Board of Directors. Neal is a seasoned senior executive with extensive financial and governance expertise. His broad interests in healthcare and financial matters make him a great addition to the Board."

"I look forward to working with Stuart Essig, the Board, and the entire team at Integra. I am enthusiastic about this new position as a Director and look forward to contributing to Integra's mission of becoming a leader in medical devices used in neurosurgery, reconstructive surgery and general surgery. I believe Integra is well positioned to continue its technological leadership," said Mr. Moszkowski.

Commenting on Mr. Moszkowski's appointment to the Board, Stuart Essig, Integra's President and Chief Executive Officer stated: "Neal's management experience and leadership skills in the healthcare industry are an excellent fit with Integra's mission of bringing innovative medical technology to the market. I look forward to Neal's future contributions to Integra's strategic development."

Prior to joining TowerBrook, Mr. Moszkowski was Managing Director and Co-Head of Soros Private Equity, the private equity investment business of Soros Fund Management LLC, where he served since August 1998. From August 1993 to August 1998, Mr. Moszkowski worked for Goldman, Sachs & Co. and affiliates, where he served as Vice President and Executive Director in the Principal Investment Area. He is also the Chairman of the Board of Directors of Wellcare Health Plans, Inc., a health maintenance organization. He also serves on the Boards of Directors of Bluefly, Inc., an online apparel retailer, Spheris, Inc, a provider of medical transcription, and JetBlue Airways Corporation, a passenger airline. Mr. Moszkowski earned his B.A. from Amherst College and his M.B.A. from the Stanford Graduate School of Business.

Integra LifeSciences Holdings Corporation is a diversified medical technology company that develops, manufactures, and markets medical devices for use in a variety of applications. The primary applications for our products are neurosurgery, reconstructive surgery and general surgery. Integra is a leader in applying the principles of biotechnology to medical devices that improve patients' quality of life. Our corporate headquarters are in Plainsboro, New Jersey, and we have manufacturing and research facilities located throughout the world. We have approximately 1,650 employees. Please visit our website at (http://www.Integra-LS.com).

This news release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include, but are not limited to, statements concerning expectations for future financial results, including revenues, gross margins and earnings, development of products and formation of strategic alliances. Such forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from predicted or expected results. In addition, the economic, competitive, governmental, technological and other factors identified under the heading "Factors That May Affect Our Future Performance" included in the

Business section of Integra's Annual Report on Form 10-K for the year ended
December 31, 2005 and information contained in subsequent filings with the
Securities and Exchange Commission could affect actual results.

Source: Integra LifeSciences Holdings Corporation

News Release

Contacts:

Integra LifeSciences Holdings Corporation

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Integra LifeSciences Announces Amendment to Exchange Offer for its 2 1/2% Contingent Convertible Subordinated Notes due 2008

Plainsboro, New Jersey, July 31, 2006 - Integra LifeSciences Holdings Corporation (NASDAQ: IART) announced today that it has modified its offer to exchange up to $120 million principal amount of new notes with a "net share settlement" mechanism for its currently outstanding 2 1/2% Contingent Convertible Subordinated Notes due 2008. Holders who exchange their old notes will still receive new notes with the net share settlement feature and otherwise substantially similar terms to the old notes plus an exchange fee of $2.50 per $1,000 principal amount of their old notes validly tendered and accepted for exchange. However, the method for calculating the consideration to be paid to holders of the new notes upon the conversion of those notes has been modified to reflect a daily calculation of the consideration payable upon conversion.

The exchange offer will expire at 5:00 p.m., New York City time, on August 14, 2006, unless extended or earlier terminated by Integra. Old notes must be tendered on or prior to the expiration of the offer, and tendered old notes may be withdrawn at any time on or prior to the expiration of the offer. Validly withdrawn old notes will be returned to the holder in accordance with the terms of the offer. Following the expiration of the offer and subject to the terms of the offer, Integra will accept all old notes validly tendered and not validly withdrawn prior to the expiration of the offer and will issue the new notes in exchange promptly thereafter.

This press release is for informational purposes only and is not an offer to buy or the solicitation of an offer to sell securities of Integra. The solicitation of offers to exchange the outstanding 2 1/2% Contingent Convertible Subordinated Notes is only being made pursuant to the exchange offer documents, including the Offer to Exchange (as supplemented) and the related Letter of Transmittal that Integra has distributed or will be distributing to its noteholders and filing with the Securities and Exchange Commission. Noteholders and investors should read carefully the Offer to Exchange and related materials when they are available because they contain important information. Noteholders and investors may obtain a free copy (when available) of the Offer to Exchange and other documents that will be filed by Integra with the Securities and Exchange Commission at the Security and Exchange Commission's website at www.sec.gov or from the information agent, Georgeson Inc., at (212) 440-9800 (banks and brokers) or (866) 482-4943 (all others). Noteholders are urged to carefully read these materials before making any decision with respect to the exchange offer.

This announcement is neither an offer to sell nor a solicitation of an offer to buy any securities and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale is unlawful. The new notes will not be registered under the Securities Act of 1933, as amended, or any state securities laws, and unless so registered, may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the Securities Act of 1933, as amended and applicable state laws.

Integra LifeSciences Holdings Corporation is a diversified medical technology company that develops, manufactures, and markets medical devices for use in a variety of applications. The primary applications for our products are neurosurgery, reconstructive surgery and general surgery. Integra is a leader in applying the principles of biotechnology to medical devices that improve patients' quality of life. Our corporate headquarters are in Plainsboro, New Jersey, and we have manufacturing and research facilities located throughout the world. We have approximately 1,600 employees. Please visit our website at (http://www.Integra-LS.com).

This news release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from predicted or expected results. Among other things, Integra's ability to successfully complete the exchange offer on the above terms could affect Integra's future financial results. In addition, the economic, competitive, governmental, technological and other factors identified under the heading "Factors That May Affect Our Future Performance" included in the Business section of Integra's Annual Report on Form 10-K for the year ended December 31, 2005 and information contained in subsequent filings with the Securities and Exchange Commission could affect actual results.

Source: Integra LifeSciences Holdings Corporation

News Release

Contacts:

Integra LifeSciences Holdings Corporation

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Integra LifeSciences Closes its Acquisition of Kinetikos Medical, Inc.

Plainsboro, New Jersey / August 2, 2006 -- Integra LifeSciences Holdings Corporation (NASDAQ: IART) announced today that it has acquired the shares of Kinetikos Medical, Inc. ("KMI") for approximately $40 million in cash, subject to certain adjustments, including future payments based on the performance of the KMI business after the acquisition.

KMI, based in Carlsbad California, is a leading developer and manufacturer of innovative orthopedic implants and surgical devices for small bone and joint procedures involving the foot, ankle, hand, wrist and elbow. KMI generated revenues of $11.4 million for the twelve months ended March 31, 2006.

"We are excited to add KMI's people and products to the Integra reconstructive surgery team," said Stuart M. Essig, Integra's President and Chief Executive Officer. "KMI is an ideal strategic fit with our growing extremity business and strengthens our presence in the orthopedic hand market. This acquisition allows us to leverage our current and future regenerative products for dermal, tendon and nerve repair targeted for hand surgery. We expect to benefit from the synergy between KMI's upper extremity orthopedic implant products and these regenerative products, including the INTEGRA(R) Dermal Regeneration Template, the INTEGRA(R) Bilayer and single-layer Matrix Wound Dressings, NeuraGen(TM) and NeuraWrap(TM). In addition, KMI's product range in the foot and ankle market holds strong brand identity and complements our rapidly growing Newdeal business."

KMI has an experienced senior management team with a proven track record in the orthopedics device industry, which has now joined Integra.

KMI currently markets products that address both the trauma and reconstructive segments of the extremities market. KMI's reconstructive products are largely focused on treating deformities and arthritis in small joints of the upper and lower extremity, while its trauma products are focused on the treatment of fractures of small bones most commonly found in the extremities.

KMI's products include the UNI2, which is recognized as the premier implant for wrist replacement, a procedure that restores the function of the arthritic wrist. The Subtalar Maxwell-Brancheau Arthroereisis System ("MBA"), another of KMI's products, is the market leading product that provides a simple and effective means of correcting debilitating flatfoot for both pediatric and adult patients. KMI currently sells its products through approximately 45 independent sales agencies in the United States and through 17 independent distributors internationally. Approximately 89% of KMI's sales are generated in the United States. Integra looks forward to expanding the sale of KMI products internationally through its well-established Newdeal infrastructure.

"We are very excited to join the Integra LifeSciences family of companies," said Jim Ham, General Manager of KMI. "We look forward to expanding our business within Integra. In particular, we believe the combination of Integra's portfolio of collagen tissue-engineered products and KMI's upper extremity orthopedic implants creates an opportunity for revenue synergy. We and the management of Integra will work together to integrate KMI into Integra so that the combined business can maximize these revenue synergies. Together we can offer a broad package of solutions for the orthopedic hand, foot and ankle, reconstructive and podiatric surgeons."

First Albany Capital served as advisor to KMI for the transaction.

Integra LifeSciences Holdings Corporation is a diversified medical technology company that develops, manufactures, and markets medical devices for use in a variety of applications. The primary applications for our products are neurosurgery, reconstructive surgery and general surgery. Integra is a leader in applying the principles of biotechnology to medical devices that improve patients' quality of life. Our corporate headquarters are in Plainsboro, New Jersey, and we have manufacturing and research facilities located throughout the world. We have approximately 1,650 employees. Please visit our website at (http://www.Integra-LS.com).

This news release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include, but are not limited to, statements concerning expectations for this newly acquired business and the expected impact of this acquisition on Integra's future financial results. Such forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from predicted or expected results. Among other things, Integra's ability to successfully integrate KMI into its operations could affect the impact of this acquisition on Integra's future financial results. In addition, the economic, competitive, governmental, technological and other factors identified under the heading "Factors That May Affect Our Future Performance" included in the Business section of Integra's Annual Report on Form 10-K for the year ended December 31, 2005 and information contained in subsequent filings with the Securities and Exchange Commission could affect actual results.

Source: Integra LifeSciences Holdings Corporation