

INTEGRA LIFESCIENCES HOLDINGS CORP
Form 8-K
December 13, 2002

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SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): December 12, 2002

INTEGRA LIFESCIENCES HOLDINGS CORPORATION

(Exact name of registrant as specified in its charter)

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| Delaware ----- (State or other jurisdiction of incorporation) | 0-26224 ----- (Commission File Number) | 51-0317849 ----- (IRS Employer Identification No.) |
|--|---|---|

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

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

Not Applicable

(Former name or former address, if changed since last report)

Item 9. Regulation FD Disclosure

On December 12, 2002, John B. Henneman, III, Senior Vice President and Chief Administrative Officer of Integra LifeSciences Holdings Corporation (the "Company"), entered into a sales plan pursuant to Rule 10b5-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Under Rule 10b5-1, corporate insiders may adopt a prearranged plan or contract for the sale of

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Company securities under specified conditions and times.

Under his sales plan, Mr. Henneman has authorized Morgan Stanley to sell on his behalf up to a total of 109,325 shares of the Company's Common Stock at a price of no less than \$17.00 per share on any trading day on or after December 12, 2002. The plan calls for monthly sales over the next two years. Shares of Common Stock to be sold under the sales plan are issuable to Mr. Henneman under stock option agreements. The sales plan shall expire when the aggregate number of shares of Common Stock sold pursuant to the sales plan totals 109,325 shares or when earlier terminated in accordance with the sales plan.

Except as may be required by law, the Company does not undertake to report future plans by officers or directors of the Company nor to report modifications, terminations, transactions or other activities under such plans.

The information in this Current Report on Form 8-K is furnished pursuant to Item 9 and shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section.

SIGNATURES

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

INTEGRA LIFESCIENCES HOLDINGS CORPORATION

Date: December 13, 2002

/s/ Stuart M. Essig

Stuart M. Essig

President and Chief Executive Officer