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INTEGRA LIFESCIENCES HOLDINGS CORP

Form S-8

August 12, 2005

As filed with the Securities and Exchange Commission on August 12, 2005

Registration No. 333-_____

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM S-8

REGISTRATION STATEMENT UNDER
THE SECURITIES ACT OF 1933

INTEGRA LIFESCIENCES HOLDINGS CORPORATION
(Exact Name of Registrant as Specified in its Charter)

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

311 Enterprise Drive
Plainsboro, New Jersey 08536
(609) 275-0500
(Address, including zip code, and telephone number,
including area code, of Registrant's principal executive offices)

Integra LifeSciences Holdings Corporation Employee Stock Purchase Plan
Integra LifeSciences Holdings Corporation 2003 Equity Incentive Plan
(Full title of the plans)

John B. Henneman, III
Integra LifeSciences Holdings Corporation
311 Enterprise Drive
Plainsboro, New Jersey 08536
(609) 275-0500
(Name, address and telephone number,
including area code, of agent for service)

Copy to:
Michael D. Levin
Latham & Watkins LLP
233 S. Wacker Drive, Suite 5800
Chicago, Illinois 60606
(312) 876-7700

(Full title of the plans)

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Amount to be Registered (1)	Proposed Maximum Offering Price Per Share (2)	Proposed M Aggregate Offering P
Common Stock, par value \$.01 per share	2,500,000 shares	\$31.04	\$77,600,00