



Integra LifeSciences Holdings







IART NASDAQ

Medical Equipment / Supplies / Distribution

Market Capitalization USD:

\$984.30 mm

CONCERN LEVEL: HIGH

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap. 
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less. 
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years. 
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less. 
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration. 
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Peter J. Arduini

Age: 47

CEO Since: 2012

	2009	2010	2011
Base Salary	\$614,808	\$698,462	\$749,038
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$300,000	\$0
Benefits and Perquisites	\$3,648	\$2,942	\$2,861
TOTAL ANNUAL COMPENSATION	\$618,456	\$1,001,404	\$751,899
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$4,195,011	\$5,184,038	\$10,723,200
TOTAL COMPENSATION	\$4,813,467	\$6,185,442	\$11,475,099
Median of Other Named Executive Officers Total Compensation	\$618,744	\$1,801,548	\$643,468
Value Realized on Exercise of Stock Option	\$116,057	\$8,798,262	\$0
Value Realized on Vesting of Stock	\$0	\$867,293	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$116,057	\$9,665,555	\$0

Proxy Date: 13 Apr 2012

Annual Meeting Date: 17 May 2012

Equity Reserves: 23.38%

Stock Option Run Rate: 0.13%

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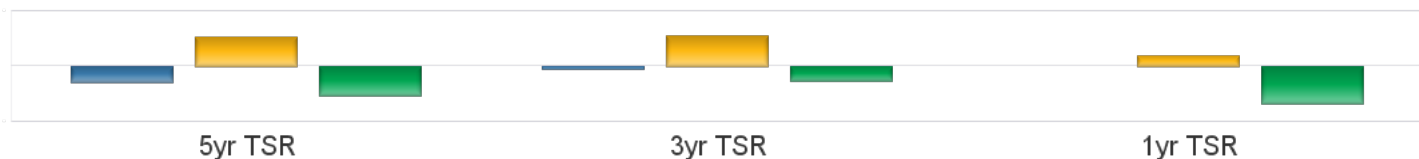
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Performance Comparison

■ S&P500 ■ Industry ■ IART



Peer Comparisons (TRBC) =Medical Equipment / Supplies / Distribution

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
IART	Integra LifeSciences Holdings Corporation	\$4,813,467	\$6,185,442	\$11,475,099	\$984,303,228
GPRO	Gen-Probe Incorporated	\$2,688,590	\$2,999,166	\$4,726,339	\$2,758,409,824
TFX	Teleflex Incorporated	\$5,002,486	\$4,822,044	\$4,087,602	\$2,187,421,295
BIO	Bio-Rad Laboratories, Inc.	\$3,902,674	\$3,949,151	\$3,844,998	\$2,079,330,930
LNCR	Lincare Holdings Inc.	\$19,754,002	\$1,971,807	\$968,770	\$2,000,146,072
HRC	Hill-Rom Holdings, Inc.	\$4,130,430	\$4,007,524	\$5,508,763	\$1,895,919,884
OMI	Owens & Minor, Inc.	\$4,043,065	\$3,952,465	\$4,140,916	\$1,815,904,679

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Similar-Sized Peers: Alere Inc., American Medical Systems Holdings, Inc., ArthroCare Corporation, CONMED Corporation, Edwards Lifesciences Corporation, Haemonetics Corporation, Hill-Rom Holdings, Inc., Hologic, Inc., NuVasive Inc., ResMed, Inc., STERIS Corporation, The Cooper Companies, Inc., Wright Medical Group, Inc.

Large Company Peers: Baxter International Inc., Becton, Dickinson and Company, Boston Scientific Corporation, C.R. Bard, Inc., CareFusion Corporation, Covidien Public Limited Company, Hospira, Inc., Medtronic, Inc., St. Jude Medical, Inc., Stryker Corporation, Zimmer Holdings, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Keith Bradlev	Chairman	67	Male	20	Outside Related
Neal Moszkowski	Member	46	Male	6	Outside
Thomas J. Baltimore	Member	48	Male	5	Outside