

Spence Donald J
Form 4
March 14, 2019

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Spence Donald J

2. Issuer Name and Ticker or Trading Symbol
Integer Holdings Corp [ITGR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10000 WEHRLE DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/12/2019

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

CLARENCE, NY 14031

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/12/2019		M		22,516	A	\$ 11.58
Common Stock	03/12/2019		M		568	A	\$ 11.58
Common Stock	03/12/2019		S		23,084	D	\$ 84.9 (1)
Common Stock	03/13/2019		M		27,475	A	\$ 11.58
Common Stock	03/13/2019		S		20,280	D	\$ 85.62 (2)

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Common					\$			
Stock	03/13/2019		S	7,195	D	86.45	18,769	D
						(3)		

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

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(9-02)

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 (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 11.58	03/12/2019		M	22,516	10/27/2015	08/16/2022	Common	22,516
Stock Option	\$ 11.58	03/12/2019		M	568	10/27/2015	05/08/2025	Common	568
Stock Option	\$ 11.58	03/13/2019		M	27,475	10/27/2015	05/08/2025	Common	27,475

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Spence Donald J 10000 WEHRLE DRIVE CLARENCE, NY 14031		X		

Signatures

/s/ Mark Zawodzinski as attorney-in-fact for Donald J. Spence.

03/14/2019

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at multiple prices ranging from \$84.68 to \$85.12, inclusive. The reporting person undertakes to provide to Integer Holdings Corp, any security holder of Integer Holdings Corp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1), (2) and (3) to this Form 4.
- (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at multiple prices ranging from \$85.05 to \$86.00, inclusive.
 - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at multiple prices ranging from \$86.10 to \$86.75, inclusive.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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