

Spencer Michael L  
 Form 4  
 January 02, 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 \*  
 Spencer Michael L

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)  
 12/28/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Ethics & Compliance Of

CLARENCE, NY 14031  
 (City) (State) (Zip)

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

**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	12/28/2018		M		356 A 11	4,335	D
Common Stock	12/28/2018		M		891 A 11	5,226	D
Common Stock	12/28/2018		M		752 A 11	5,978	D
Common Stock	12/28/2018		M		498 A 11	6,476	D
Common Stock	12/28/2018		F		610 D \$ 76.03	5,866	D

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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)	8. Price or Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	12/28/2018		M	356	(2)	(2)	Common	356
Restricted Stock Units	(1)	12/28/2018		M	752	(3)	(3)	Common	752
Restricted Stock Units	(1)	12/28/2018		M	498	(4)	(4)	Common	498
Restricted Stock Units	(1)	12/28/2018		M	891	(5)	(5)	Common	891

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Spencer Michael L 10000 WEHRLE DRIVE CLARENCE, NY 14031			Chief Ethics & Compliance Of	

## Signatures

/s/ Mark Zawodzinski as attorney-in-fact for Michael L. Spencer.

01/02/2019

\_\_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).
- (1) Restricted stock units convert into common stock on a one-for-one basis.
- (2) On December 14, 2015, the reporting person was granted 1,066 restricted stock units, vesting in three equal installments beginning on December 30, 2016.
- (3) On February 6, 2017, the reporting person was granted 2,255 restricted stock units, vesting in three equal installments beginning on December 29, 2017.
- (4) On January 31, 2018, the reporting person was granted 1,495 restricted stock units, vesting in three equal installments beginning on December 28, 2018.
- (5) As reported on a Form 4 dated March 9, 2018, the reporting person earned 1,782 restricted stock units, vesting in two substantially equal installments on December 28, 2018 and January 3, 2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.