

Mackin James P
Form 4
August 15, 2018

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Mackin James P

(Last) (First) (Middle)

CRYOLIFE, INC., 1655 ROBERTS
BLVD, NW

(Street)

KENNESAW, GA 30144

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CRYOLIFE INC [CRY]

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

08/13/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President & CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)

__X__ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/13/2018	08/13/2018	M	103,072	A \$ 10.24	380,970	D
Common Stock	08/13/2018	08/13/2018	S	103,072	D \$ (1) 32.1712	277,898	D
Common Stock	08/14/2018	08/14/2018	M	37,077	A \$ 10.24	314,975	D
Common Stock	08/14/2018	08/14/2018	S	37,077	D \$ 32.216 (2)	277,898	D
Common Stock	08/15/2018	08/15/2018	M	9,851	A \$ 10.24	287,749	D

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Common Stock	08/15/2018	08/15/2018	S	9,851	D	\$ 31.7946 (3)	277,898	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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SEC 1474
(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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Options (Right to Buy)	\$ 10.24	08/13/2018	08/13/2018	M		103,072		09/02/2015 ⁽⁴⁾	09/02/2021	Common Stock	103,0
Stock Options (Right to Buy)	\$ 10.24	08/14/2018	08/14/2018	M		37,077		09/02/2015 ⁽⁴⁾	09/02/2021	Common Stock	37,0
Stock Options (Right to Buy)	\$ 10.24	08/15/2018	08/15/2018	M		9,851		09/02/2015 ⁽⁴⁾	09/02/2021	Common Stock	9,8

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Mackin James P CRYOLIFE, INC. 1655 ROBERTS BLVD, NW KENNESAW, GA 30144	President & CEO

Signatures

/s/ James P.
Mackin

08/15/2018

__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) Reflects weighted average price. Range of prices were between \$32.00 to \$32.625. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (2) Reflects weighted average price. Range of prices were between \$32.00 to \$32.95. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) Reflects weighted average price. Range of prices were between \$31.75 to \$31.90. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (4) Stock option vests 33 1/3% per year beginning on the first anniversary of the grant date. The first exercisable date was 9/2/2015

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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