

Mackin James P
Form 4
August 15, 2018

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 *
Mackin James P

2. Issuer Name and Ticker or Trading Symbol
CRYOLIFE INC [CRY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
CRYOLIFE, INC., 1655 ROBERTS BLVD, NW
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/13/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President & CEO

KENNESAW, GA 30144

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	Price	
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 \$ 32.1712 (1)	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 of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of 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 103,072
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 37,077
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 9,851

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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