

CRYOLIFE INC  
Form 5  
July 11, 2017

**FORM 5**

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
Holloway Jean F

(Last) (First) (Middle)

1655 ROBERTS BLVD., NW

(Street)

KENNESAW, GA 30144

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
VP, General Counsel

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Amount Price			
Common Stock	06/30/2016	06/30/2016	M	(1) 1,205 A \$ 9.163	53,358	D	^
Common Stock	12/31/2016	12/31/2016	M	(1) 1,000 A \$ 10.2	54,358	D	^
Common Stock	06/30/2017	06/30/2017	M	(1) 714 A \$ 16.2775	55,072	D	^

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

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SEC 2270 (9-02)

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**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 Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Stock Option (Right to Buy)	\$ 9.163	06/30/2016	06/30/2016	A	1,205	∅	06/30/2016	06/30/2016	Common Stock
Stock Option(Right to Buy)	\$ 9.163	06/30/2016	06/30/2016	A	∅	1,205	06/30/2016	06/30/2016	Common Stock
Stock Option (Right to Buy)	\$ 10.2	12/31/2016	12/31/2016	A	1,000	∅	12/31/2016	12/31/2016	Common Stock
Stock Option (Right to Buy)	\$ 10.2	12/31/2016	12/31/2016	A	∅	1,000	12/31/2016	12/31/2016	Common Stock
Stock Option (Right to Buy)	\$ 16.2775	06/30/2017	06/30/2017	A	714	∅	06/30/2017	07/30/2017	Common Stock
Stock Option (Right to Buy)	\$ 16.2775	06/30/2017	06/30/2017	M	714	∅	06/30/2017	06/30/2017	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Holloway Jean F 1655 ROBERTS BLVD., NW KENNESAW, GA 30144	∅	∅	∅ VP, General Counsel	∅

## Signatures

/s/ Jean Holloway 07/11/2017

\_\_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) These shares were acquired pursuant to CryoLife Inc.'s Employee Stock Purchase Plan (ESPP). The shares were acquired in transactions exempt from Section 16b-3.

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