

CRYOLIFE INC  
Form 8-K  
January 23, 2007

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

**FORM  
8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): January 19, 2007**

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**CRYOLIFE, INC.**

(Exact name of registrant as specified in its charter)

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<b>Florida</b> (State or Other Jurisdiction of Incorporation)	<b>1-13165</b> (Commission File Number)	<b>59-2417093</b> (IRS Employer Identification No.)
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**1655 Roberts Boulevard, N.W., Kennesaw, Georgia 30144**  
(Address of principal executive office) (zip code)

**Registrant's telephone number, including area code: (770) 419-3355**

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(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Section 5 Corporate Governance and Management**

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) On January 19, 2007, the Compensation Committee of the Board of Directors of CryoLife, Inc. approved the terms of the payment of bonuses that will be earned by its executive officers pursuant to CryoLife's Performance-Based Bonus Plan for fiscal year 2006. The weighted formula by which the bonuses are calculated was disclosed in a May 10, 2006 Form 8-K filing, and this formula remains unchanged.

As approved by the Committee on January 19, 2007, payments under the Bonus Plan for fiscal year 2006 will be paid as follows:

- 40% in unrestricted shares of CryoLife common stock, valued at the closing price of the common stock on the New York Stock Exchange on the date of issuance; and
- 60% in cash.

No bonus will be determined or paid until CryoLife's independent registered public accounting firm has completed its audit of CryoLife's fiscal year 2006 financial statements.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, CryoLife, Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CRYOLIFE, INC.

Date: January 22, 2007

By: /s/ D.A. Lee  
Name: D. Ashley Lee  
Title: Executive Vice President, Chief  
Operating Officer and Chief Financial Officer