

Edgar Filing: CRYOLIFE INC - Form SC 13G/A

CRYOLIFE INC
Form SC 13G/A
February 12, 2004

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13-D(1) (B) (C), AND (D) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13D-2(B)
(AMENDMENT NO. 10)

CryoLife, Inc.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title and Class of Securities)

228 903 100

(CUSIP Number)

December 31, 2003

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

1The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class of
securities, and for any subsequent amendment containing information which
would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not
be deemed to be "filed" for the purpose of Section 18 of the Securities
Exchange Act of 1934 or otherwise subject to the liabilities of that

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section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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- (1) Names of Reporting Persons
I.R.S. Identification No. of Above Persons (Entities Only)

Steven G. Anderson

- (2) Check the Appropriate Box if a Member of a Group

- (a) _____.
- (b) _____.

- (3) SEC Use Only

- (4) Citizenship or Place of Organization

United States

Number of Shares Beneficially Owned by Each Reporting Person With	(5)	Sole Voting Power	1,563,468 (1)
	(6)	Shared Voting Power	108,324 (2)
	(7)	Sole Dispositive Power	1,563,468 (1)
	(8)	Shared Dispositive Power	108,324 (2)

- (9) Aggregate Amount Beneficially Owned by Each Reporting Person

1,671,792 (1) (2)

- (10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares ____.

- (11) Percent of Class Represented by Amount in Row 9

8.5%

- (12) Type of Reporting Person

IN

(1) Includes 55,387 shares of Common Stock which are issuable upon the exercise of stock options which are exercisable within 60 days of December 31, 2003. Also includes 183,319 shares held by the Steven G. Anderson 2002 GRAT I U/A/B 6/26/02, of which Mr. Anderson is the sole trustee and has sole investment and voting power with respect to such shares. Also includes 199,930 shares held by the Steven G. Anderson 2002 GRAT II U/A/B 9/6/02, of which Mr. Anderson is sole

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trustee and has sole investment and voting power with respect to such shares.

(2) Includes 108,324 shares owned by Mr. Anderson's spouse.

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Item 1(a). Name of Issuer:

CryoLife, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

1655 Roberts Boulevard
Kennesaw, Georgia 30144

Item 2(a). Name of Person Filing:

See item (1) of the cover pages

Item 2(b). Address of Principal Business Office:

1655 Roberts Boulevard
Kennesaw, Georgia 30144

Item 2(c). Citizenship:

See item (4) of cover pages

Item 2(d). Title of Class of Securities:

Common Stock, \$0.01 Par Value

Item 2(e). CUSIP Number:

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Item 3. Not applicable

Item 4. Ownership.

(a) Amount beneficially owned:

See item (9) of cover pages

(b) Percent of Class:

See item (11) of cover pages

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

See item (5) of cover pages

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(ii) shared power to vote or to direct the vote:

See item (6) of cover pages

(iii) sole power to dispose or to direct the disposition of:

See item (7) of cover pages

(iv) shared power to dispose or to direct the disposition of:

See item (8) of cover pages

Item 5. Ownership of Five Percent or Less of a Class:

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person:

Not applicable

Item 8. Identification and Classification of Members of the Group:

Not applicable

Item 9. Notice of Dissolution of Group:

Not applicable

Item 10. Certification:

Not applicable

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 4, 2004

(Date)

/s/ Steven G. Anderson

(Signature)

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Steven G. Anderson

(Name/Title)

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