

CRYOLIFE INC
Form 8-K
May 24, 2010

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): May 20, 2010

CRYOLIFE, INC.
(Exact name of registrant as specified in its charter)

| | | |
|--|-------------------------------------|--|
| Florida (State or Other Jurisdiction of Incorporation) | 1-13165 (Commission File Number) | 59-2417093 (IRS Employer Identification No.) |
|--|-------------------------------------|--|

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

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

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 5.07 Submission of Matters to a Vote of Security Holders.

At the 2010 Annual Meeting of Stockholders held on May 20, 2010, CryoLife's stockholders re-elected each of the Company's directors that had been nominated to serve until the next annual meeting or until their successors are elected and have been qualified. The stockholders also approved an amendment to the Company's Employee Stock Purchase Plan (the "ESPP") to increase the total number of shares authorized for issuance under the ESPP and ratified the selection of Deloitte & Touche LLP as the independent registered public accounting firm for the Company for the year ending December 31, 2010.

The final results of the voting on each matter of business at the 2010 Annual Meeting are as follows:

Election of Directors

| Name | Votes For | Votes Withheld | Broker Non-Votes |
|------------------------|------------|----------------|------------------|
| Steven G. Anderson | 17,705,029 | 871,207 | 6,750,527 |
| Thomas F. Ackerman | 17,648,694 | 927,542 | 6,750,527 |
| James S. Benson | 17,744,359 | 831,877 | 6,750,527 |
| Daniel J. Bevevino | 17,709,105 | 867,131 | 6,750,527 |
| Ronald C. Elkins, M.D. | 12,944,043 | 5,582,193 | 6,750,527 |
| Ronald D. McCall, Esq. | 13,436,936 | 5,139,300 | 6,750,527 |
| Harvey Morgan | 17,744,529 | 831,707 | 6,750,527 |

Amendment of the ESPP to increase the total number of shares authorized for issuance under the ESPP

| Votes For | Votes Against | Votes Abstain |
|------------|---------------|---------------|
| 17,959,561 | 466,013 | 150,662 |

Ratification of the selection of Deloitte & Touche LLP as the independent registered public accounting firm for the Company for the year ending December 31, 2010

| Votes For | Votes Against | Votes Abstain |
|------------|---------------|---------------|
| 25,104,493 | 149,597 | 72,673 |

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: May 24, 2010

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

