

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. Name and Address of Reporting Person

VANDER WYK, JAMES C., PH.D.

1655 Roberts Boulevard, NW

Kennesaw, GA 30144

USA

2. Issuer Name and Ticker or Trading Symbol

CRYOLIFE, INC.

CRY

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

12/31/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other

(specify below)

Vice President - Product Integrity

7. Individual or Joint/Group Reporting (Check Applicable Line)

(X) 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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Year	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
			Amount	A/D	Price			Indirect	(I)
Common Stock						29,400	D		

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Derivative Security	2. Conversion or Exercise Date	3. Code	4. Number of Derivative Securities Acquired (A) or Disposed of (D)	5. Amount of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable or Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities	10. Nature of Derivative Security		
									Owned at End of Year	Indirect	(I)
Stock Option	1-9-01	A	9,683	A	(1) 7-9-01	Common Stock	9,683	N/A	9,683	D	

Explanation of Responses:

(1) Option vests 2,000 shares on first four anniversaries of grant date and 1,683 shares on fifth anniversary of grant date.

SIGNATURE OF REPORTING PERSON

/s/ James C. Vander Wyk, Ph.D.

DATE

February 5, 2003