

CRYO-SAVE GROUP N.V.
(Incorporated in The Netherlands)
“THE ISSUER COMPANY”
FORM OF DIRECTION

Form of direction for completion by holders of Depository Interests representing shares on a 1 for 1 basis in the Issuer Company in respect of the Extraordinary General Meeting of Shareholders (the “EGM”) to be held at 13:00 hours CET on 05 October 2009 at IJsselpaviljoen, IJsselkade 1, 7201 HA Zutphen, the Netherlands.

I/We

Please insert full name(s) and address(es) in BLOCK CAPITALS
of

being a holder of Depository Interests representing shares in the Issuer Company hereby appoint Capita IRG Trustees Limited (“Capita”) as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Issuer Company to be held on the above date (and at any adjournment thereof) as directed by an X in the spaces below.

Resolutions	For	Against	Abstain
1. Adoption amendment Articles of Association: First Amendment			
2. Adoption amendment Articles of Association: Second Amendment			
3. Adoption Remuneration Policy for Executive Directors			
4. Extension appointment Mr J.P.G.Goossens until 1 October 2012			
5. Extension appointment Mr W.A.A. Van Pottelberge until 1 October 2011			
6. Determination of the remuneration of the Non-Executive Directors			
7. Adoption revised Share Option Scheme (subject to admission to trading on Euronext Amsterdam)			
8. Delegation to the board of directors of the power to repurchase shares or depository interests			

Signature: _____ Date: _____ 2009

Notes:

- To be effective, this form of direction and the power of attorney or other authority (if any) under which it is signed, or a notarially or otherwise certified copy of such power or authority, must be deposited at the Registrars and Transfer Agents to the Issuer Company not later than 96 hours prior to the commencement of the EGM.
- Any alterations made to this form of proxy should be initialled.
- In the case of a corporation this proxy should be given under its Common Seal or under the hand of an officer or attorney duly authorised in writing.
- Please indicate how you wish your votes to be cast by placing “X” in the box provided. If this form is returned duly signed without an indication as to how Capita is to direct a proxy to vote on a particular matter, then Capita will abstain from voting on your behalf.
- In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority is determined by the order in which the names stand in the Register of Depository Interests in respect of the joint holding.

Capita Registrars
Proxy Department
PO Box 25
BECKENHAM
Kent
BR3 4BR
United Kingdom