

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 Annual General Meeting to be held at 14:00pm CET on 11 June 2008 at Eden Hotel, 's Gravenhof 6, 7201 DN 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 as my/our proxy to vote for me/us and on my/our behalf at the 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 of annual accounts			
2. Allocation of results			
3. Discharge of the members of the board of directors			
4. Determination of the remuneration of the members of the Board of Directors			
5. Constitution of Remuneration and Nomination Committee and Audit Committee			
6. Delegation to the Board of Directors of the powers to issue shares and rights to subscribe for shares and to restrict or exclude the pre-emptive rights in connection therewith			
7. Delegation to the board of directors of the power to repurchase shares			
8. Confirmation of appointment of auditor			

Signature: _____ Date: _____ 2008

Notes:

1. 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 72 hours prior to the commencement of the AGM.
2. Any alterations made to this form of proxy should be initialled.
3. 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.
4. Please indicate how you wish your votes to be cast by placing "X" in the box provided. On receipt of this form duly signed, you will be deemed to have authorised Capita IRG Trustees Limited to vote, or to abstain from voting, as they think fit.
5. 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.

Business Reply Service
Licence No MB122

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