

AGENDA
ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF CRYO-SAVE GROUP N.V. (THE “COMPANY”)

Zutphen, 18 May 2011 at 14.00 CET

1. Opening and announcements
2. Annual report 2010 - including Corporate Governance
3. Adoption of annual accounts 2010 *
4. Allocation of results *
 - Proposal to distribute a dividend of €0.07 per share in cash or shares
5. Discharge of the members of the Board of Directors *
6. Determination of the remuneration of the Executive Directors – Granting of options *
7. Delegation to the Board of Directors of (a) the power to issue shares and grant rights to subscribe for shares in the share capital of the Company up to a maximum number of 20 % of the issued share capital as at the date of the annual general meeting ("AGM"); and (b) the power to restrict or exclude the pre-emptive rights in connection with such issue of shares or grant of rights to subscribe for shares, each for a period of 18 months from the date of the AGM and therefore until 18 November 2012 . *
8. Delegation to the Board of Directors, for a period of 18 months from the date of the AGM and therefore until 18 November 2012, of the power to acquire – through purchases on Euronext Amsterdam by NYSE Euronext or otherwise - up to a maximum of 10 % of the issued share capital of the Company as at the date of the AGM by acquiring either shares or depositary interests for a purchase price not less than €0.10 and not higher than the average closing price over the five trading days prior to the date of acquisition at Euronext Amsterdam by NYSE Euronext plus a 10% premium. *
9. Proposal to re-appoint KPMG as external auditors for a term of 1 year.*
10. Any other business
11. Closing

The agenda items marked * are for voting. All other agenda items are discussion items.

The complete agenda and the explanatory notes thereto, the annual report and the annual accounts 2010 are available for inspection and can be acquired at no costs at our offices and at Kempen & Co N.V. (Beethovenstraat 300, 1077 WZ Amsterdam, either by facsimile + 31 (0)20 348 95 49, or by email: proxyvoting@kempen.nl). These documents can also be downloaded from www.cryo-savegroup.com.

