

**CRYO-SAVE GROUP N.V.**  
(Incorporated in The Netherlands)  
"THE COMPANY"

**POWER OF ATTORNEY**

for the Annual General Meeting of Shareholders (the "AGM") to be held at 14:00 hours CET on 16 May 2012 at IJsselpaviljoen, IJsselkade 1, 7201 HA Zutphen, the Netherlands.

The Undersigned,

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

Name : .....  
Address: .....  
Postal code & town:.....  
Telephone number: .....  
Email: .....

Hereinafter referred to as "the Grantor"  
being a holder of shares in the Company

hereby grants a power of attorney to

Name : .....  
Address: .....  
Postal code & town:.....

as my proxy to vote for me and on my behalf at the AGM of the Company to be held on the above date (and at any adjournment thereof) as directed by an X in the spaces below.

<b>Resolutions</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>1. Adoption of annual accounts 2011</b>			
<b>2. Allocation of results</b>			
<b>3. Discharge of the members of the Board of Directors</b>			
<b>4. Determination of the remuneration of the Executive Directors – granting of options</b>			
<b>5. Delegation to the Board of Directors of the powers to issue shares and grant rights to subscribe for shares and to restrict or exclude the pre-emptive rights in connection therewith</b>			
<b>6. Delegation to the Board of Directors of the power to acquire shares in the Company</b>			
<b>7. Re-appointment of Mr. J.P.G. Goossens as Non-Executive Director of the Company</b>			
<b>8. Appointment of Ms. Dr. K. L. Dorrepaal, Ph.D as Non-Executive Director of the Company and determination of remuneration</b>			
<b>9. Approval of the Minutes of the EGM of the Company held at 21 February 2012</b>			
<b>10. Re-appointment KPMG as external auditors for a term of 1 year</b>			

Signature: \_\_\_\_\_ Date: \_\_\_\_\_ 2012

**Notes:**

1. To be effective, this power of attorney must be deposited at the offices of Kempen & Co N.V. (Kempen & Co N.V., Agency Services department, Beethovenstraat 300, 1077 WZ Amsterdam or by facsimile: +31 20 348 9549 or by e-mail: [proxyvoting@kempen.nl](mailto:proxyvoting@kempen.nl) ultimately by 15.00 hours CET on 11 May 2011.

2. Any alterations made to this form of proxy should be initialed.