

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Blackstone Freeze Parent L.P.</u> (Last) (First) (Middle) C/O THE BLACKSTONE GROUP INC. 345 PARK AVENUE (Street) NEW YORK NY 10154 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Cryoport, Inc. [CYRX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/05/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/05/2021		C		1,282,927 ⁽¹⁾	A	(1)	1,943,058	I	See Footnotes ⁽²⁾ (4)(5)(6)(7)
Common Stock	02/05/2021		C		29,933 ⁽¹⁾	A	(1)	45,338	I	See Footnotes ⁽³⁾ (4)(5)(6)(7)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
4.0% Series C Convertible Preferred Stock	(1)	02/05/2021		C		48,860		(1)	(1)	Common Stock	1,282,927	\$0.00	195,439 ⁽¹⁾	I	See Footnotes ⁽²⁾ (4)(5)(6)(7)
4.0% Series C Convertible Preferred Stock	(1)	02/05/2021		C		1,140		(1)	(1)	Common Stock	29,933	\$0.00	4,561 ⁽¹⁾	I	See Footnotes ⁽³⁾ (4)(5)(6)(7)

1. Name and Address of Reporting Person*
Blackstone Freeze Parent L.P.

 (Last) (First) (Middle)
 C/O THE BLACKSTONE GROUP INC.
 345 PARK AVENUE

 (Street)
 NEW YORK NY 10154

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
BTO DE GP - NQ L.L.C.

 (Last) (First) (Middle)
 C/O THE BLACKSTONE GROUP INC.
 345 PARK AVENUE

 (Street)
 NEW YORK NY 10154

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Blackstone Tactical Opportunities Fund - FD L.P.

(Last)	(First)	(Middle)
C/O THE BLACKSTONE GROUP INC.		
345 PARK AVENUE		
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(Street)		
NEW YORK	NY	10154
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(City)	(State)	(Zip)

1. Name and Address of Reporting Person^{*}
[BTO Holdings Manager L.L.C.](#)

(Last)	(First)	(Middle)
C/O THE BLACKSTONE GROUP INC.		
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(City)	(State)	(Zip)

1. Name and Address of Reporting Person^{*}
[Blackstone Tactical Opportunities Associates L.L.C.](#)

(Last)	(First)	(Middle)
C/O THE BLACKSTONE GROUP INC.		
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(City)	(State)	(Zip)

1. Name and Address of Reporting Person^{*}
[BTOA L.L.C.](#)

(Last)	(First)	(Middle)
C/O THE BLACKSTONE GROUP INC.		
345 PARK AVENUE		
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(Street)		
NEW YORK	NY	10154
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(City)	(State)	(Zip)

1. Name and Address of Reporting Person^{*}
[Blackstone Holdings III L.P.](#)

(Last)	(First)	(Middle)
C/O THE BLACKSTONE GROUP INC.		
345 PARK AVENUE		
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(Street)		
NEW YORK	NY	10154
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(City)	(State)	(Zip)

1. Name and Address of Reporting Person^{*}
[Blackstone Holdings III GP L.P.](#)

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C/O THE BLACKSTONE GROUP INC.		
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NEW YORK	NY	10154
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1. Name and Address of Reporting Person^{*}
[Blackstone Holdings III GP Management L.L.C.](#)

(Last)	(First)	(Middle)
C/O THE BLACKSTONE GROUP INC.		
345 PARK AVENUE		
(Street)		
NEW YORK	NY	10154
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
Blackstone Tactical Opportunities Associates III - NQ L.P.		
(Last)	(First)	(Middle)
C/O THE BLACKSTONE GROUP INC.		
345 PARK AVENUE		
(Street)		
NEW YORK	NY	10154
(City)	(State)	(Zip)

Explanation of Responses:

1. Reflects 4.0% Series C Convertible Preferred Stock ("Series C Preferred Stock"). The Series C Preferred Stock has no stated maturity, and is convertible at any time at the option of the holder into shares of common stock of the Issuer ("Common Stock") at an initial conversion price of \$38.6152 per share, subject to adjustment as provided in the Certificate of Designations of the Series C Preferred Stock. The Series C Preferred Stock will remain outstanding indefinitely unless converted, repurchased or redeemed by the Issuer. The Issuer may mandatorily convert the Series C Preferred Stock into Common Stock at any time after the two-year anniversary of the issuance, if certain conditions are met.
2. Reflects securities of the Issuer held directly by Blackstone Freeze Parent L.P. BTO Holdings Manager L.L.C. is the general partner of Blackstone Freeze Parent L.P. Blackstone Tactical Opportunities Associates L.L.C. is the managing member of BTO Holdings Manager L.L.C. BTOA L.L.C. is the sole member of Blackstone Tactical Opportunities Associates L.L.C. Blackstone Holdings III L.P. is the managing member of BTOA L.L.C. Blackstone Holdings III GP L.P. is the general partner of Blackstone Holdings III L.P. Blackstone Holdings III GP Management L.L.C. is the general partner of Blackstone Holdings III GP L.P.
3. Reflects securities of the Issuer held directly by Blackstone Tactical Opportunities Fund - FD L.P. Blackstone Tactical Opportunities Associates III - NQ L.P. is the general partner of Blackstone Tactical Opportunities Fund - FD L.P. BTO DE GP - NQ L.L.C. is the general partner of Blackstone Tactical Opportunities Associates III - NQ L.P. Blackstone Holdings II L.P. is the managing member of BTO DE GP - NQ L.L.C. Blackstone Holdings I/II GP L.L.C. is the general partner of Blackstone Holdings II L.P.
4. The Blackstone Group Inc. is the sole member of each of Blackstone Holdings I/II GP L.L.C. and Blackstone Holdings III GP Management L.L.C. The sole holder of the Class C common stock of The Blackstone Group Inc. is Blackstone Group Management L.L.C. Blackstone Group Management L.L.C. is wholly-owned by Blackstone's senior managing directors and controlled by its founder, Stephen A. Schwarzman.
5. Information with respect to each of the Reporting Persons is given solely by such Reporting Person, and no Reporting Person has responsibility for the accuracy or completeness of information supplied by another Reporting Person.
6. Due to the limitations of the electronic filing system certain Reporting Persons are filing a separate Form 4.
7. Each of the Reporting Persons (other than to the extent it directly holds securities reported herein) disclaims beneficial ownership of the securities held by the other Reporting Persons, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, each of the Reporting Persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose.

Remarks:

[BLACKSTONE FREEZE PARENT L.P. By: BTO Holdings Manager L.L.C., GP, By: BTOA L.L.C., indirect SM, By: Blackstone Holdings III L.P., MM, 02/09/2021](#)
[By: Blackstone Holdings III GP L.P., GP, By: Blackstone Holdings III GP Management L.L.C., GP By: /s/ Tabea Y. Hsi, SMD](#)
[BTO HOLDINGS MANAGER L.L.C. By: Blackstone Tactical Opportunities Associates LLC, MM, By: BTOA LLC, SM, By: Blackstone Holdings III LP, 02/09/2021](#)
[MM, By: Blackstone Holdings III GP LP, GP, By: Blackstone Holdings III GP Management LLC, GP, By: /s/ Tabea Y. Hsi, SMD](#)
[BLACKSTONE TACTICAL OPPORTUNITIES ASSOCIATES L.L.C., By: Blackstone Holdings III L.P., its managing member, By: Blackstone Holdings III GP L.P., its GP, By: Blackstone Holdings III GP Management L.L.C., its GP, By: /s/ Tabea Y. Hsi, SMD](#)
[BTOA L.L.C., By: Blackstone Holdings III L.P., its managing member, By: Blackstone Holdings III GP L.P., its general partner, By: Blackstone Holdings III GP Management L.L.C., its general partner, By: /s/ Tabea Y. Hsi, Senior Managing Director](#)
[02/09/2021](#)
[BLACKSTONE HOLDINGS III L.P., By: Blackstone Holdings III GP L.P., its general partner, By: Blackstone Holdings III GP](#)

<u>Management L.L.C., its general partner, By: /s/ Tabea Y. Hsi, Name: Tabea Y. Hsi, Title: Senior Managing Director</u>	
<u>BLACKSTONE HOLDINGS III GP L.P., By: Blackstone Holdings III GP Management L.L.C., its general partner, By: /s/ Tabea Y. Hsi, Name: Tabea Y. Hsi, Title: Senior Managing Director</u>	<u>02/09/2021</u>
<u>BLACKSTONE HOLDINGS III GP MANAGEMENT L.L.C., By: /s/ Tabea Y. Hsi, Name: Tabea Y. Hsi, Title: Senior Managing Director</u>	<u>02/09/2021</u>
<u>BLACKSTONE TACTICAL OPPORTUNITIES FUND - FD L.P. By: Blackstone Tactical Opportunities Associates III - NQ LP, its GP By: BTO DE GP - NQ LLC, its GP By: Blackstone Holdings II LP, its MM By: Blackstone Holdings I/II GP LLC, its GP By: /s/ Tabea Y. Hsi, SMD</u>	<u>02/09/2021</u>
<u>BLACKSTONE TACTICAL OPPORTUNITIES ASSOCIATES III - NQ L.P., By: BTO DE GP - NQ L.L.C., its GP, By: Blackstone Holdings II L.P., its managing member, By: Blackstone Holdings I/II GP L.L.C., its GP, By: /s/ Tabea Y. Hsi, Senior Managing Director</u>	<u>02/09/2021</u>
<u>BTO DE GP - NQ L.L.C., By: Blackstone Holdings II L.P., its managing member, By: Blackstone Holdings I/II GP L.L.C., its general partner, By: /s/ Tabea Y. Hsi, Name: Tabea Y. Hsi, Title: Senior Managing Director</u>	<u>02/09/2021</u>
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.