FORM 5

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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OMB Number:	3235-0362
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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Form 3 Holdings Reported.

X Form 4 Transactions Reported.

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

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1. Name and Address of Reporting Ferson			2. Issuer Name and Ticker or Trading Symbol Cryoport, Inc. [CYRXD.OB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
STAMBAUGH LARRY G				X Director 10% Owner				
				Officer (give title Other (specify				
(Last) (First) (Middle) 20382 BARENTS SEA CIRCLE		(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 03/31/2010	CEO, President, Chairman				
(Street) LAKE FOREST	•		4. If Amendment, Date of Original Filed (Month/Day/Year)	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(City)	(State)	(Zip)		Form filed by More than One Reporting Person				

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Transaction Code (Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial
		(Month/Day/Year)		Amount	(A) or (D)	Price	at end of Issuer's Fiscal Year (Instr. 3 and 4)	(I) (Instr. 4)	Ownership (Instr. 4)

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)	Derivative		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	Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Options to Purchase Common Stock	\$4.5 ⁽¹⁾	10/09/2009		4A	67,000 ⁽¹⁾		(2)	10/09/2019	Common Stock	67,000 ⁽¹⁾	\$0	39,000	D	

Explanation of Responses:

- 1. After giving effect to a reverse stock split of the company's outstanding common stock that took effect at the start of trading on the OTC Bulletin Board on Friday, February 5, 2010 on a 1-for-10 split-adjusted basis.
- $2.\,331/3\%\ of\ the\ underlying\ shares\ became\ exercisable\ on\ 10/9/2009,\ with\ the\ remaining\ underlying\ shares\ vesting\ in\ equal\ installments\ on\ 10/9/2010\ and\ 10/9/2011.$

Remarks:

/s/ Larry Stambaugh 02/16/2010

** 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.