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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>SHELTON JERRELL</u>  (Last) (First) (Middle) C/O CRYOPORT INC. 112 WESTWOOD PLACE, SUITE 350  (Street) BRENTWOOD TN 37027  (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)  <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President, CEO
	3. Date of Earliest Transaction (Month/Day/Year) 03/09/2024	
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	03/09/2024		M <sup>(1)</sup>		8,250	A	\$0 <sup>(1)</sup>	640,674	D	
Common Stock	03/11/2024		S <sup>(2)</sup>		3,723	D	\$16.3524	636,951	D	
Common Stock	03/15/2024		S <sup>(2)</sup>		2,599	D	\$20.789	634,352	D	
Common Stock <sup>(3)</sup>	03/15/2024		A		14,901	A	\$0 <sup>(3)</sup>	649,253	D	
Common Stock	03/15/2024		M		100,000	A	\$4.8	749,253	D	
Common Stock	03/15/2024		S		54,440	D	\$15.0414 <sup>(4)</sup>	694,813	D	

**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	Amount or Number of Shares				
Restricted Stock Rights	(5)	03/09/2024		M <sup>(1)</sup>			8,250	(5)	(5)	Common Stock	8,250	\$0	8,250	D	
Stock Option (right to buy)	\$4.8	03/15/2024		M			100,000	(6)	12/18/2024	Common Stock	100,000	\$0	4,167	D	
Stock Option (right to buy)	\$16.7	03/15/2024		A		33,524		(7)	03/15/2031	Common Stock	33,524	\$0	33,524	D	

**Explanation of Responses:**

- Represents the conversion of restricted stock rights to shares of common stock upon vesting. Each restricted stock right represents a contingent right to receive one share of CYRX common stock.
- Shares required to be sold in accordance with the Issuer's policies, in payment of taxes due upon the vesting of restricted stock rights.
- Represents restricted stock rights, which are a contingent right to receive one share of CYRX common stock, that vest in four equal annual installments beginning March 15, 2025.
- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.84 to \$15.28, inclusive. The reporting person undertakes to provide to Cryoport, Inc., any security holder of Cryoport, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The originally granted restricted stock rights vest in four equal annual installments beginning 3/9/2022, and have no expiration date. The restricted stock rights reported herein vested and converted to shares of CYRX common stock on a one-for-one basis on March 9, 2024.
- 1/48 of the options vested on the 18th of each month for forty-eight months beginning on January 18, 2015.
- 1/48 of options vest on the 15th of each month for forty-eight months beginning April 25, 2024.

/s/Jerrell Shelton

03/19/2024

\*\* 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.