

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 24)

**China Cord Blood Corporation**

(Name of Issuer)

**Ordinary Shares, par value \$0.0001 per share**

(Title of Class of Securities)

**G21107100**

(CUSIP Number)

**Yuen Kam  
48th Floor, Bank of China Tower  
1 Garden Road, Central  
Hong Kong S.A.R.  
(852) 3605-8180**

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**With a copy to:**

**Paul Strecker, Esq.  
Shearman & Sterling  
12<sup>th</sup> Floor, Gloucester Tower  
The Landmark  
15 Queen's Road Central  
Hong Kong  
(852) 2978 8000**

**April 6, 2017**

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box o.

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. G21107100

13D/A

1	Name of Reporting Persons Golden Meditech Stem Cells (BVI) Company Limited
2	Check the Appropriate Box if a Member of a Group  (a) <input type="radio"/>  (b) <input checked="" type="radio"/>
3	SEC Use Only
4	Source of Funds (See Instructions) OO

5	Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>	
6	Citizenship or Place of Organization British Virgin Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7	Sole Voting Power 78,874,106
	8	Shared Voting Power 0
	9	Sole Dispositive Power 78,874,106
	10	Shared Dispositive Power 0
11	Aggregate Amount Beneficially Owned by Each Reporting Person 78,874,106	
12	Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>	
13	Percent of Class Represented by Amount in Row (11) 65.40%	
14	Type of Reporting Person (See Instructions) CO	

2

CUSIP No. G21107100	13D/A	
---------------------	-------	--

1	Name of Reporting Persons Golden Meditech Holdings Limited	
2	Check the Appropriate Box if a Member of a Group (See Instructions)  (a) <input type="radio"/> (b) <input checked="" type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) OO	
5	Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>	
6	Citizenship or Place of Organization Cayman Islands	
Number of Shares Beneficially Owned by Each Reporting Person With	7	Sole Voting Power 78,874,106
	8	Shared Voting Power 0
	9	Sole Dispositive Power 78,874,106
	10	Shared Dispositive Power 0
11	Aggregate Amount Beneficially Owned by Each Reporting Person 78,874,106	

12	Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 65.40%
14	Type of Reporting Person (See Instructions) CO

3

CUSIP No. G21107100	13D/A	
---------------------	-------	--

1	Name of Reporting Persons Bio Garden Inc.
2	Check the Appropriate Box if a Member of a Group  (a) <input type="radio"/> (b) <input checked="" type="checkbox"/>
3	SEC Use Only
4	Source of Funds (See Instructions) OO
5	Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>
6	Citizenship or Place of Organization British Virgin Islands
Number of Shares Beneficially Owned by Each Reporting Person With	7 Sole Voting Power 0
	8 Shared Voting Power 29,736,465
	9 Sole Dispositive Power 0
	10 Shared Dispositive Power 29,736,465
11	Aggregate Amount Beneficially Owned by Each Reporting Person 29,736,465
12	Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 24.66%
14	Type of Reporting Person (See Instructions) CO

4

CUSIP No. G21107100	13D/A	
---------------------	-------	--

1	Name of Reporting Persons Yuen Kam
---	---------------------------------------

2	Check the Appropriate Box if a Member of a Group  (a) <input type="radio"/> (b) <input checked="" type="checkbox"/>	
3	SEC Use Only	
4	Source of Funds (See Instructions) OO	
5	Check Box if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) <input type="radio"/>	
6	Citizenship or Place of Organization Hong Kong S.A.R.	
Number of Shares Beneficially Owned by Each Reporting Person With	7	Sole Voting Power 0
	8	Shared Voting Power 29,794,900
	9	Sole Dispositive Power 0
	10	Shared Dispositive Power 29,794,900
11	Aggregate Amount Beneficially Owned by Each Reporting Person 29,794,900	
12	Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="radio"/>	
13	Percent of Class Represented by Amount in Row (11) 24.70%	
14	Type of Reporting Person (See Instructions) IN	

This Amendment No. 24 is being filed jointly by Golden Meditech Stem Cells (BVI) Company Limited (“GM Stem Cells”), Golden Meditech Holdings Limited (“Golden Meditech”), Bio Garden Inc. (“Bio Garden”) and Yuen Kam (“Mr. Kam”). GM Stem Cells, Golden Meditech, Bio Garden and Mr. Kam are collectively referred to as the “Reporting Persons”.

This Amendment No. 24 amends and supplements the statement on Schedule 13D jointly filed with the Securities and Exchange Commission on July 9, 2009 by GM Stem Cells and Golden Meditech, as previously amended and supplemented by amendments to Schedule 13D filed on June 23, 2011, September 30, 2011, April 12, 2012, May 2, 2012, October 4, 2012, July 11, 2013, August 25, 2014, April 27, 2015, May 4, 2015, May 8, 2015, July 27, 2015, August 6, 2015, August 26, 2015, October 26, 2015, November 3, 2015, November 5, 2015, November 13, 2015, November 30, 2015, December 7, 2015, January 7, 2016, September 1, 2016, October 31, 2016 and December 30, 2016 (as so amended, the “Original Schedule 13D”). Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Original Schedule 13D.

**Item 3. Source and Amount of Funds or Other Consideration.**

Item 3 of the Original Schedule 13D is hereby amended and supplemented by adding the following at the end thereof:

On April 6, 2017, GM Stem Cells submitted (i) a conversion notice to the Issuer to convert the ECHIL Notes (the “Conversion Notice of the ECHIL Notes”) with an aggregate principal amount of \$65,000,000 into 22,903,454 Ordinary Shares at a conversion price of \$2.838 per Ordinary Share (the “Conversion of the ECHIL Notes”), (ii) a conversion notice to the Issuer to convert the Magnum-GM Note (the “Conversion Notice of the Magnum-GM Note”) with an aggregate principal amount of \$25,000,000 into 8,809,020 Ordinary Shares at a conversion price of \$2.838 per Ordinary Share (the “Conversion of the Magnum-GM Note”), and (iii) a conversion notice to the Issuer to convert the CGL-GM Note (the “Conversion Notice of the CGL-GM Note”) with an aggregate principal amount of \$25,000,000 into 8,809,020 Ordinary Shares at a conversion price of \$2.838 per Ordinary Share (the “Conversion of the CGL-GM Note”). The Conversion of the ECHIL Notes, the Conversion of the Magnum-GM Note and the Conversion of the CGL-GM Note are collectively referred to as the “Conversions”.

The description of the Conversion Notice of the ECHIL Notes, the Conversion Notice of the Magnum-GM Note and the Conversion Notice of the CGL-GM Note described herein is not intended to be complete and is qualified in its entirety by reference to the complete text of such documents, copies of which are attached hereto as exhibits 49, 50 and 51 and are incorporated by reference in their entirety into this Item 3.

**Item 5. Interest in Securities of the Issuer.**

Item 5 of the Original Schedule 13D is hereby amended and restated in its entirety to read as follows:

(a) — (b) The following table sets forth the beneficial ownership of Ordinary Shares of the Issuer for each of the Reporting Persons as if the Conversions are completed as of the date of this Amendment No. 24.

Name	Shares Beneficially Owned	Percentage of Total <sup>(1)</sup>	Sole Voting Power	Shared Voting Power	Sole Dispositive Power	Shared Dispositive Power
GM Stem Cells <sup>(2)</sup>	78,874,106	65.40%	78,874,106	—	78,874,106	—
Golden Meditech <sup>(3)</sup>	78,874,106	65.40%	78,874,106	—	78,874,106	—
Bio Garden <sup>(4)</sup>	29,736,465	24.66%	—	29,736,465	—	29,736,465
Mr. Kam <sup>(5)</sup>	29,794,900	24.70%	—	29,794,900	—	29,794,900

(1) This percentage is based on the sum of the Issuer’s 80,083,248 Ordinary Shares outstanding as of July 28, 2016 as disclosed in the Form 20-F of the Issuer filed with the SEC on July 28, 2016 and an aggregate of 40,521,494 Ordinary Shares converted from the ECHIL Notes, the Magnum-GM Note and the CGL-GM Note.

6

(2) Includes (i) 38,352,612 Ordinary Shares held by GM Stem Cells, (ii) 22,903,454 Ordinary Shares converted from the ECHIL Notes, (iii) 8,809,020 Ordinary Shares converted from the Magnum-GM Note, and (iv) 8,809,020 Ordinary Shares converted from the CGL-GM Note.

(3) Includes 78,874,106 Ordinary Shares held by GM Stem Cells which is wholly owned by Golden Meditech.

(4) Includes 29,736,465 of the 78,874,106 Ordinary Shares beneficially owned by Golden Meditech. Bio Garden beneficially owns 37.70% of the ordinary shares of Golden Meditech.

(5) Includes 29,794,900 of the 78,874,106 Ordinary Shares beneficially owned by Golden Meditech. Mr. Kam beneficially owns 37.78% of the ordinary shares of Golden Meditech assuming the exercise of vested share options held by Mr. Kam to purchase additional ordinary shares of Golden Meditech.

Due to the nature of the transactions described in this Schedule 13D, the Reporting Persons may be deemed to be part of a “group” (within the meaning of Section 13(d)(3) of the Exchange Act) with each other. Except as disclosed in this Schedule 13D, each Reporting Person hereby expressly disclaims beneficial ownership of any Ordinary Shares beneficially owned by any of the other Reporting Persons or any other person, and does not affirm membership in a “group” (within the meaning of Rule 13(d)-5 of the Exchange Act) with any of the other Reporting Persons or any other person.

(c) During the past 60 days prior to the filing of this statement, the Reporting Persons have engaged in the following transactions in the Ordinary Shares:

On April 6, 2017, GM Stem Cells submitted (i) the Conversion Notice of the ECHIL Notes to convert the ECHIL Notes with an aggregate principal amount of \$65,000,000 into 22,903,454 Ordinary Shares at a conversion price of \$2.838 per Ordinary Share, (ii) the Conversion Notice of the Magnum-GM Note to convert the Magnum-GM Note with an aggregate principal amount of \$25,000,000 into 8,809,020 Ordinary Shares at a conversion price of \$2.838 per Ordinary Share, and (iii) the Conversion Notice of the CGL-GM Note to convert the CGL-GM Note with an aggregate principal amount of \$25,000,000 into 8,809,020 Ordinary Shares at a conversion price of \$2.838 per Ordinary Share.

(d) Except as set forth in this Item 5, to the best knowledge of the Reporting Persons, no other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Ordinary Shares beneficially owned by them.

(e) Not applicable.

**Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.**

Item 6 of the Original Schedule 13D is hereby amended and supplemented by adding the following at the end thereof:

The description of the Conversion Notice of the ECHIL Notes, the Conversion Notice of the Magnum-GM Note and the Conversion Notice of the CGL-GM Note in Item 3 is incorporated herein by reference in its entirety.

**Item 7. Material to be Filed as Exhibits.**

Item 7 of the Original Schedule 13D is hereby amended and supplemented by adding the following at the end thereof:

The following documents are filed as exhibits:

Exhibit No.	Description
Exhibit 49	Conversion Notice of the ECHIL Notes, dated as of April 6, 2017
Exhibit 50	Conversion Notice of the Magnum-GM Note, dated as of April 6, 2017
Exhibit 51	Conversion Notice of the CGL-GM Note, dated as of April 6, 2017

7

SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: April 6, 2017

GOLDEN MEDITECH STEM CELLS (BVI)  
COMPANY LIMITED

By: /s/ Yuen Kam  
Name: Yuen Kam  
Title: Director

GOLDEN MEDITECH HOLDINGS LIMITED

By: /s/ Yuen Kam  
Name: Yuen Kam  
Title: Chairman and Chief Executive Officer

BIO GARDEN INC.

By: /s/ Yuen Kam  
Name: Yuen Kam  
Title: Director

YUEN KAM

/s/ Yuen Kam

## CHINA CORD BLOOD CORPORATION

## CONVERSION NOTICE

Reference is made to the Senior Convertible Note (the "Note") issued to the undersigned by China Cord Blood Corporation (the "Company"). In accordance with and pursuant to the Note, the undersigned hereby elects to convert the Principal amount of the Note indicated below into Shares, par value US\$0.0001 per share (the "Shares"), as of the date specified below.

Date of Conversion: April 6, 2017

Aggregate Principal amount to be converted: USD65,000,000

Please confirm the following information:

Conversion Price: USD2.838

Number of Shares to be issued: 22,903,454

**DWAC Delivery**

Please **DELIVER** via DWAC for immediate settlement the Shares into which the Note is being converted in accordance with the following DWAC Instructions:

CUSIP:

Receiving broker DRS account number:

Control Number:

By signature below the undersigned hereby affirms that the Shares into which the Note is being converted have been sold pursuant to an effective registration statement under the Securities Act of 1933, as amended, (File no - ), and the respective prospectus delivery requirements have been fulfilled, if any.

**Certificated Issuances**

Please issue the Shares into which the Note is being converted in the following name and to the following address:

Issue to: Golden Meditech Stem Cells (BVI) Company Limited

P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands

Facsimile Number: (852) 3605 8181

**Authorization**

Authorization: Golden Meditech Stem Cells (BVI) Company Limited

By: Yuen Kam

Title: Director

Dated: April 6, 2017

/s/ Yuen Kam  
Signature(s)

## CHINA CORD BLOOD CORPORATION

## CONVERSION NOTICE

Reference is made to the Senior Convertible Note (the "Note") issued to the undersigned by China Cord Blood Corporation (the "Company"). In accordance with and pursuant to the Note, the undersigned hereby elects to convert the Principal amount of the Note indicated below into Shares, par value US\$0.0001 per share (the "Shares"), as of the date specified below.

Date of Conversion: April 6, 2017

Aggregate Principal amount to be converted: USD25,000,000

Please confirm the following information:

Conversion Price: USD2.838

Number of Shares to be issued: 8,809,020

**DWAC Delivery**

Please **DELIVER** via DWAC for immediate settlement the Shares into which the Note is being converted in accordance with the following DWAC Instructions:

CUSIP:

Receiving broker DRS account number:

Control Number:

By signature below the undersigned hereby affirms that the Shares into which the Note is being converted have been sold pursuant to an effective registration statement under the Securities Act of 1933, as amended, (File no - ), and the respective prospectus delivery requirements have been fulfilled, if any.

**Certificated Issuances**

Please issue the Shares into which the Note is being converted in the following name and to the following address:

Issue to: Golden Meditech Stem Cells (BVI) Company Limited

P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands

Facsimile Number: (852) 3605 8181

**Authorization**

Authorization: Golden Meditech Stem Cells (BVI) Company Limited

By: Yuen Kam

Title: Director

Dated: April 6, 2017

/s/ Yuen Kam  
Signature(s)



## CHINA CORD BLOOD CORPORATION

## CONVERSION NOTICE

Reference is made to the Senior Convertible Note (the "Note") issued to the undersigned by China Cord Blood Corporation (the "Company"). In accordance with and pursuant to the Note, the undersigned hereby elects to convert the Principal amount of the Note indicated below into Shares, par value US\$0.0001 per share (the "Shares"), as of the date specified below.

Date of Conversion: April 6, 2017

Aggregate Principal amount to be converted: USD25,000,000

Please confirm the following information:

Conversion Price: USD2.838

Number of Shares to be issued: 8,809,020

**DWAC Delivery**

Please **DELIVER** via DWAC for immediate settlement the Shares into which the Note is being converted in accordance with the following DWAC Instructions:

CUSIP:

Receiving broker DRS account number:

Control Number:

By signature below the undersigned hereby affirms that the Shares into which the Note is being converted have been sold pursuant to an effective registration statement under the Securities Act of 1933, as amended, (File no - ), and the respective prospectus delivery requirements have been fulfilled, if any.

**Certificated Issuances**

Please issue the Shares into which the Note is being converted in the following name and to the following address:

Issue to: Golden Meditech Stem Cells (BVI) Company Limited

P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands

Facsimile Number: (852) 3605 8181

**Authorization**

Authorization: Golden Meditech Stem Cells (BVI) Company Limited

By: Yuen Kam

Title: Director

Dated: April 6, 2017

/s/ Yuen Kam  
Signature(s)