

OMB APPROVAL	
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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>MCCARTHY KENT C</u>  (Last) (First) (Middle) <u>930 TAHOE BLVD., 802-281</u>  (Street) <u>INCLINE VILLAGE NV 89451</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>China Cord Blood Corp [ CNDZF ]</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) <u>12/17/2009</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	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, par value \$0.0001 per share	12/17/2009		P		186,000	A	\$5.9758	3,206,351	I	See Footnote <sup>(1)</sup>
Common Stock, par value \$0.0001 per share	12/17/2009		P		175,000	A	\$6.0224	3,381,351	I	See Footnote <sup>(1)</sup>

**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
Warrants	\$5	12/17/2009		P		167,000		12/17/2009	12/15/2010	Common Stock	167,000	\$1.6191	7,698,717	I	See Footnote <sup>(1)</sup>

1. Name and Address of Reporting Person\*  
MCCARTHY KENT C  
 (Last) (First) (Middle)  
930 TAHOE BLVD., 802-281  
 (Street)  
INCLINE VILLAGE NV 89451  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
JAYHAWK PRIVATE EQUITY, LLC  
 (Last) (First) (Middle)  
930 TAHOE BLVD., 802-281  
 (Street)  
INCLINE VILLAGE NV 89451  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
JAYHAWK PRIVATE EQUITY GP II, L.P.  
 (Last) (First) (Middle)

930 TAHOE BLVD., 802-281

(Street)

INCLINE NV 89451  
VILLAGE

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

JAYHAWK PRIVATE EQUITY FUND II LP

(Last) (First) (Middle)

930 TAHOE BLVD., 802-281

(Street)

INCLINE NV 89451  
VILLAGE

(City) (State) (Zip)

**Explanation of Responses:**

1. See Exhibit 99.1 - Explanation of Responses to Table I, Item 7 and Table II, Item 11.

**Remarks:**

/s/ Kent C. McCarthy 12/29/2009

/s/ Kent C. McCarthy, Manager  
of Jayhawk Private Equity, LLC 12/29/2009

/s/ Kent C. McCarthy, Manager  
of Jayhawk Private Equity,  
LLC, which is the general 12/29/2009  
partner of Jayhawk Private  
Equity GP II, L.P.

/s/ Kent C. McCarthy, Manager  
of Jayhawk Private Equity,  
LLC, which is the general  
partner of Jayhawk Private 12/29/2009  
Equity GP II, L.P., which is the  
general partner of Jayhawk  
Private Equity Fund II, L.P.

\*\* 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.

## Explanation of Responses to Table I, Item 7 and Table II, Item 11

(1) Kent C. McCarthy is the manager of Jayhawk Private Equity, LLC, which is the general partner of Jayhawk Private Equity GP II, L.P. Jayhawk Private Equity GP II, L.P. is the general partner of Jayhawk Private Equity Fund II, L.P. Jayhawk Private Equity Fund II, L.P. directly and solely owns 361,000 shares of common stock and 7,495,717 warrants of the issuer reported on this form. As a result, Mr. McCarthy, Jayhawk Private Equity, LLC and Jayhawk Private Equity GP II, L.P. each indirectly beneficially own the 361,000 shares of common stock and 7,495,717 warrants of the issuer reported on this form. Kent C. McCarthy is also the manager of Jayhawk Capital Management, LLC, which is the investment manager of Jayhawk China Fund (Cayman), Ltd. Jayhawk China Fund (Cayman) directly and solely owns 3,020,351 shares of common stock and 203,000 warrants of the issuer reported on this form. As a result, Mr. McCarthy and Jayhawk Capital Management, LLC each indirectly beneficially owns 3,020,351 shares of common stock and 203,000 warrants of the issuer reported on this form. In the aggregate, Mr. McCarthy indirectly beneficially owns the 3,381,351 shares of common stock and 7,698,717 warrants of the issuer reported on this form. Each reporting person disclaims beneficial ownership of the reported securities except to the extent of such reporting person's pecuniary interest therein.

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