

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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) 930 TAHOE BLVD., 802-281  (Street) INCLINE NV 89451 VILLAGE  (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) <input checked="" type="checkbox"/> Other (specify below) Member of group owning > 10%
	3. Date of Earliest Transaction (Month/Day/Year) 12/10/2010	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 12/31/2009	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" 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	12/10/2010		J <sup>(1)</sup>		25,375	A	\$0 <sup>(1)</sup>	3,751,667 <sup>(4)</sup>	I	See Footnote <sup>(2)</sup>
Common Stock	12/10/2010		J <sup>(1)</sup>		949,978	A	\$0 <sup>(1)</sup>	4,701,645	I	See Footnote <sup>(3)</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	Amount or Number of Shares				
Warrant	\$0 <sup>(1)</sup>	12/10/2010		J <sup>(1)</sup>		203,000		12/31/2009	12/15/2010	Common Stock	25,375 <sup>(1)</sup>	\$0	00	I	See Footnote <sup>(2)</sup>
Warrant	\$0 <sup>(1)</sup>	12/10/2010		J <sup>(1)</sup>		7,599,817 <sup>(4)</sup>		12/31/2009	12/15/2010	Common Stock	949,978 <sup>(1)</sup>	\$0	00	I	See Footnote <sup>(3)</sup>

1. Name and Address of Reporting Person\*  
MCCARTHY KENT C  
 (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, LLC  
 (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 GP II, L.P.  
 (Last) (First) (Middle)  
 930 TAHOE BLVD., 802-281

(Street)  
INCLINE VILLAGE NV 89451

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(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 VILLAGE NV 89451

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[JAYHAWK CHINA FUND CAYMAN LTD](#)

(Last) (First) (Middle)  
930 TAHOE BLVD. 802-281

(Street)  
INCLINE VILLAGE NV 89451

(City) (State) (Zip)

1. Name and Address of Reporting Person\*  
[JAYHAWK CAPITAL MANAGEMENT, L.L.C.](#)

(Last) (First) (Middle)  
930 TAHOE BLVD., 802-281

(Street)  
INCLINE VILLAGE NV 89451

(City) (State) (Zip)

**Explanation of Responses:**

1. These securities were disposed of and acquired pursuant to an exchange offer by the issuer in which the issuer exchanged one common share for every eight warrants.
2. Acquired and disposed of by Jayhawk China Fund (Cayman), Ltd. Kent C. McCarthy is the manager of Jayhawk Capital Management, LLC, which is the investment manager of Jayhawk China Fund (Cayman), Ltd. Jayhawk China Fund (Cayman), Ltd. directly and solely owns, in the aggregate, 3,217,696 shares of the common stock of the issuer reported on this form. Jayhawk Capital Management, LLC indirectly beneficially owns, in the aggregate, 3,217,696 shares of the common stock of the issuer reported on this form. Mr. McCarthy indirectly beneficially owns, in the aggregate (including shares discussed in footnote 3 below), 4,701,645 shares of the common stock 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.
3. Acquired and disposed of by Jayhawk Private Equity Fund II, L.P. 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 1,483,948 shares of the common stock of the issuer reported on this form. Jayhawk Private Equity, LLC and Jayhawk Private Equity GP II, L.P. each indirectly beneficially owns, in the aggregate, 1,483,948 shares of the common stock of the issuer reported on this form. Mr. McCarthy indirectly beneficially owns, in the aggregate (including the shares discussed in footnote 2 above), 4,701,645 shares of the common stock 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.
4. The reporting person inadvertently reported that Jayhawk Private Equity Fund II, L.P. owned 500 warrants more than actually owned and failed to report 1,000 shares of common stock acquired by Jayhawk Private Equity Fund II, L.P. on June 4, 2009.

**Remarks:**

[/s/ Kent C. McCarthy](#) [12/16/2010](#)

[/s/ Kent C. McCarthy, Manager of Jayhawk Private Equity, LLC](#) [12/16/2010](#)

[/s/ Kent C. McCarthy, Manager of Jayhawk Private Equity, LLC, which is the general partner of Jayhawk Private Equity GP II, L.P.](#) [12/16/2010](#)

[/s/ Kent C. McCarthy, Manager of Jayhawk Capital Management, LLC, which is the investment manager of Jayhawk China Fund \(Cayman\), Ltd.](#) [12/16/2010](#)

[/s/ Kent McCarthy, Manager of Jayhawk Private Equity, LLC, which is the general partner of Jayhawk Private Equity GP II, L.P., which is the general partner of Jayhawk Private Equity Fund II, L.P.](#) [12/16/2010](#)

[/s/ Kent McCarthy, Manager of](#) [12/16/2010](#)

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.**