

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

| OMB APPROVAL | |
|--|-----------|
| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

| | | |
|--|--|--|
| 1. Name and Address of Reporting Person* <u>MCCARTHY KENT C</u> <hr/> (Last) (First) (Middle) 7335 COTTONWOOD DRIVE <hr/> (Street) SHAWNEE KS 66216 <hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>China Cord Blood Corp [NYSE: CO]</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 13(d) group owning >10% |
| | 3. Date of Earliest Transaction (Month/Day/Year) 02/26/2013 | |
| | | 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 | 02/26/2013 | | S | | 5,000 | D | \$3 | 7,901,724 ⁽¹⁾ | I | See Footnote ⁽²⁾ |

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) | | 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 | Date Exercisable | Expiration Date | | | | | |

1. Name and Address of Reporting Person*
MCCARTHY KENT C

 (Last) (First) (Middle)
 7335 COTTONWOOD DRIVE

 (Street)
 SHAWNEE KS 66216

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
JAYHAWK CAPITAL MANAGEMENT, L.L.C.

 (Last) (First) (Middle)
 7335 COTTONWOOD DRIVE

 (Street)
 SHAWNEE KS 66216

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
JAYHAWK PRIVATE EQUITY GP II, L.P.

 (Last) (First) (Middle)
 7335 COTTONWOOD DRIVE

 (Street)

SHAWNEE KS 66216
(City) (State) (Zip)

1. Name and Address of Reporting Person*
JAYHAWK PRIVATE EQUITY FUND II LP
(Last) (First) (Middle)
7335 COTTONWOOD DRIVE
(Street)
SHAWNEE KS 66216
(City) (State) (Zip)

1. Name and Address of Reporting Person*
JCF CO LE, L.P.
(Last) (First) (Middle)
7335 COTTONWOOD DRIVE
(Street)
SHAWNEE KS 66216
(City) (State) (Zip)

1. Name and Address of Reporting Person*
JAYHAWK PRIVATE EQUITY, LLC
(Last) (First) (Middle)
7335 COTTONWOOD DRIVE
(Street)
SHAWNEE KS 66216
(City) (State) (Zip)

Explanation of Responses:

- 1. See Exhibit 99.1
- 2. See Exhibit 99.1

Remarks:

/s/ Kent C. McCarthy 03/21/2013
/s/ Kent C. McCarthy, Manager
of Jayhawk Capital 03/21/2013
Management, LLC
/s/ Kent C. McCarthy, Manager
of Jayhawk Private Equity, 03/21/2013
LLC
/s/ Kent C. McCarthy, Manager
of Jayhawk Capital
Management, LLC, which is 03/21/2013
the general partner of JCF CO
LE, L.P.
/s/ Kent C. McCarthy, Manager
of Jayhawk Private Equity,
LLC, which is the general 03/21/2013
manager of Jayhawk Private
Equity GP II, L.P.
/s/ Kent C. McCarthy, Manager
of Jayhawk Private Equity,
LLC, which is the general
manager of Jayhawk Private 03/21/2013
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.

Exhibit 99.1
Explanation of Response

(1) This total includes a pro-rata distribution to a limited partner of JCF CO LF, L.P. of 3,097 shares of common stock of the Issuer not previously reported.

(2) 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 owns 5,973,513 shares 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 5,973,513 shares. Kent C. McCarthy is also the manager of Jayhawk Capital Management, LLC, which is the general partner of JCF CO LF, L.P. JCF CO LF, L.P. directly owns 1,928,211 shares of the issuer reported on this form. As a result, Mr. McCarthy and Jayhawk Capital Management, LLC indirectly beneficially own 1,928,211 shares. As a result of being the manager of Jayhawk Capital Management, LLC and Jayhawk Private Equity, LLC, Kent C. McCarthy indirectly beneficially owns an aggregate of 7,901,724 shares. Each reporting person disclaims beneficial ownership of the reported securities except to the extent of such reporting person's pecuniary interest therein.