

PROXY

**CHINA CORD BLOOD CORPORATION  
(Incorporated in the Cayman Islands with limited liability)**

**ANNUAL MEETING OF SHAREHOLDERS**

**This Proxy is Solicited on Behalf of the Board of Directors**

The undersigned hereby appoints Ting Zheng or Albert Chen, individually, as proxy to represent the undersigned at the Annual Meeting of Shareholders to be held at 48<sup>th</sup> Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong S.A.R. on February 18, 2011 at 9:00 p.m., Hong Kong local time, and at any adjournments thereof, and to vote the ordinary shares the undersigned would be entitled to vote if personally present, as indicated below.

**Unless otherwise specified, this proxy will be voted FOR Proposals 1, 2 and 3.  
The Board of Directors recommends that you vote "FOR" each proposal.**

1. Election of Directors:

Albert Chen            FOR                       AGAINST                       ABSTAIN

Mark D. Chen          FOR                       AGAINST                       ABSTAIN

2. Ratification of the appointment of KPMG as independent auditors of the Company for the financial year ending March 31, 2011 and to authorize the directors to fix the remuneration of the auditors.

FOR     AGAINST     ABSTAIN

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3. Adoption of the 2011 China Cord Blood Corporation Restricted Share Unit Scheme ("Incentive Plan"), which has a mandate limit of granting rights to receive ordinary shares not exceeding 10.0% of our issued and outstanding share capital, to directors, officers, employees and/or consultants of the company and its subsidiaries and authorize directors to grant awards and allot and issue shares thereunder in the future period.

FOR     AGAINST     ABSTAIN

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If any other business is presented at the meeting, this proxy will be voted by those named in this proxy in their best judgment. At the present time, the Board of Directors is not aware of any other business to be presented at the meeting.

The ordinary shares represented by this proxy, when properly executed, will be voted as directed; however, abstentions will have no effect on the election of directors (Item 1). Abstentions will be treated as being present and entitled to vote on the other items presented at the annual meeting and, therefore, will have the effect of votes against such proposals. If you do not provide your broker or other nominee with instructions on how to vote your "street name" shares, your broker or nominee will not be permitted to vote them on non-routine matters (a broker "non-vote") such as Items 1 and 3. Shares subject to a broker "non-vote" will not be considered entitled to vote with respect to Item 1 or 3, and will not affect the outcome on those Items. Please note that the rules regarding how brokers may vote your shares have changed. Brokers may no longer vote your shares on the election of directors in the absence of your specific instructions as to how to vote. We encourage you to provide instructions to your broker regarding the voting of your shares.

Signature of Shareholder: \_\_\_\_\_ Date: \_\_\_\_\_, 2011

Signature of Shareholder: \_\_\_\_\_ Date: \_\_\_\_\_, 2011

Note: If shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.

**PLEASE MARK, SIGN, DATE AND RETURN THE PROXY FORM PROMPTLY USING THE ENCLOSED ENVELOPE.**