

**CORDLIFE GROUP LIMITED**  
(Company Registration No.: 200102883E)  
(Incorporated in the Republic of Singapore)

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**PROPOSED ACQUISITION OF 7% SENIOR CONVERTIBLE NOTE DUE 2017  
ISSUED BY CHINA CORD BLOOD CORPORATION AND THE PROPOSED US\$46,500,000  
FACILITY TO BE GRANTED TO MAGNUM OPUS INTERNATIONAL HOLDINGS LIMITED**

**CONVENING OF EXTRAORDINARY GENERAL MEETING**

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The Board of Directors (the "**Board**") of Cordlife Group Limited (the "**Company**") refers to the Company's announcements on 25 August and 10 September 2014 (the "**Previous Announcements**") in relation to:

- (a) the acquisition by the Company and Magnum Opus International Holdings Limited ("**Magnum**") of a 7% senior convertible note due 3 October 2017 issued by China Cord Blood Corporation to Golden Meditech Holdings Limited in the principal amount of US\$50 million; and
- (b) the facility agreement dated 25 August 2014 pursuant to which the Company will lend Magnum funds in the aggregate amount of up to US\$46,500,000 (the "**Facility**").

Capitalised terms not otherwise defined in this announcement (this "**Announcement**") shall bear the same meanings as ascribed to them in the Previous Announcements. Shareholders of the Company (the "**Shareholders**") are advised to read the Previous Announcements for details of the background of this Announcement.

The Company had in the Previous Announcements disclosed that the CGL Acquisition constitutes a discloseable transaction under Chapter 10 of the Listing Manual and is not subject to the approval of the Shareholders as the relative figure under Rule 1006(c) exceeds 5% but is less than 20%. However, after making further enquiries with the Company, the SGX-ST had on 22 September 2014 informed the Company that the Facility is to be aggregated with the CGL Acquisition in determining the relative figures under Rule 1006 of the Listing Manual. Although the Acquisition is not conditional upon the Facility Agreement, the SGX-ST noted that: (i) the Vendor is not obliged to complete the Acquisition unless the sale and purchase of the entire Convertible Note is completed simultaneously; (ii) the Facility Agreement was entered into to facilitate the Magnum Acquisition so that the Vendor may dispose of the entire Convertible Note; and (iii) the Company and Magnum have to enter into a security agreement in respect of the Magnum Note as a condition to the drawdown by Magnum under the Facility Agreement.

Pursuant to the aggregation of the Facility and the CGL Acquisition (the "**Transactions**"), the relative figure under Rule 1006(c) of the Listing Manual exceeds 20%, and the Transactions therefore constitute a major transaction under Chapter 10 of the Listing Manual and are subject to the approval of Shareholders in general meeting. Accordingly, the Board wishes to announce that the Company intends to convene an extraordinary general meeting ("**EGM**") for the purpose of seeking Shareholders' approval for the Transactions.

Further details of the proposals to be tabled at the EGM will be set out in the circular to be despatched to Shareholders in connection with the EGM.

By Order of the Board  
**CORDLIFE GROUP LIMITED**

Mr. Yee Pinh Jeremy  
Director  
2 October 2014