Edgar Filing: VISIONCHINA MEDIA INC. - Form 424B3

VISIONCHINA MEDIA INC. Form 424B3

December 03, 2012

December 12, 2012

Securities & exchange Commission 450 Fifth Street, NW Washington, DC 20549

Attn.: Document Control

RE: American Depositary Shares evidenced by the American Depositary Receipts each representing One (1) Ordinary Share of VisionChina Media (Form F6 File No. 333147272)

Ladies and Gentlemen:

Pursuant to Rule 424(b)(3) under the Securities Act of 1933, as amended, on behalf of The Bank of New York, as Depositary for securities against which American Depositary Receipts are to be issued, we attach a copy of the new prospectus (Prospectus) reflecting in number of ordinary shares represented by one American Depositary Share (the Ratio).

As required by Rule $424\,(e)$, the upper right hand corner of the Prospectus cover page has a reference to Rule $424\,(b)\,(3)$ and to the file number of the registration statement to which the Prospectus relates.

Pursuant to Section III B of the General Instructions to the Form F6 Registration Statement, the Prospectus consists of the ADR certificate with revised ratio for VisionChina Media.

The Prospectus has been revised to reflect the new ratio and has been overstampted with:

Effective December 12, 2012 the Companys American Depositary Share (ADS) Ratio Changed from 1:1 (One ADS Representing One Share to 1:20 (One ADS Representing Twenty Shares).

Please contact me with any questions or comments at 212 8158161

Anita Sunge The Bank of New York Mellon ADR Division

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Encl.

CC: Paul Dudek, Esq. (Office of International Corporate Finance)

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