

## **Prospectus Supplement No. 2**

dated

**9 November 2012**

to the

### **Securities Prospectus**

as of 28 August 2012

and the

### **Prospectus Supplement No. 1**

as of 18 October 2012

pursuant to Sec. 16 German Securities Prospectus Act (*WpPG*)

for the Public Offering of 5,154,646 existing no-par value bearer shares

of

**China BPIC Surveying Instruments AG**

**Hamburg**

China BPIC Surveying Instruments AG, Hamburg, Germany (the “**Company**”) announces the following changes regarding the published Securities Prospectus as of 28 August 2012 (the “**Prospectus**”) and the Prospectus Supplement No. 1 as of 18 October 2012 (“**Supplement No. 1**”):

On 30 October 2012 the Company decided to change the timetable for the Offering again. The inclusion of the new shares in the trading at the Entry Standard (Frankfurt Stock Ex-change) is now expected to take place on 20 November 2012.

On 5 November 2012 Cobalt Handels AG transferred 140 of its shares in the Company and on the same day Aries Gold Investments Limited transferred 364,920 shares of the Company.

On account of the aforementioned incident, the Prospectus is supplemented as follows:

- In the chapter “THE OFFERING - Timetable” on page 57 the following changes are made
  - the date “26 Oct 2012” gets deleted and substituted by the date “20 Nov 2012”;
  - the date “29 Oct 2012” gets deleted and substituted by the date “21 Nov 2012”.
- The tables in the chapters
  - “SUMMARY OF THE PROSPECTUS “, “Section B - The Issuer”, “B.6 - Shareholders” on page 9/10
  - and “PRINCIPAL SHAREHOLDERS AND TRANSACTIONS AND LEGAL RELATIONSHIPS WITH RELATED PARTIES “, “Shareholder Structure” on page 134

get deleted and substituted as follows:

<b>Name</b>	<b>Number of Shares</b>	<b>In %</b>
Cobalt Handels AG, Hamburg, Germany (indirect: Mr Philip Moffat as sole shareholder of Cobalt)	154,506	3.00
Feng Gao Limited, British Virgin Islands (indirect: Mr Wei XIE as sole shareholder of Feng Gao Limited)	3,500,000	67.90
Aries Gold Investments Limited, British Virgin Is-	1,135,080	22.02

lands		
Free float	365,060	7.08
<b>Total</b>	<b>5,154,646</b>	<b>100</b>

- The table in the chapter “GERMAN TRANSLATION OF THE SUMMARY (ZUSAMMENFASSUNG)”, “Abschnitt B - Die Emittentin”, “B. 6 - Aktionäre der Emittentin” on page 23 gets deleted and substituted as follows:

<b>Name</b>	<b>Anzahl der Aktien</b>	<b>In %</b>
Cobalt Handels AG, Hamburg, Germany (indirekt: Herr Philip Moffat als alleiniger Aktionär von Cobalt)	154.506	3,00
Feng Gao Limited, Britische Jungferninseln nachfolgend (indirekt: Herr XIE als alleiniger Aktionär von Feng Gao)	3.500.000	67,90
Aries Gold Investments Limited, Britische Jungferninseln	1.135.080	22,02
Freefloat	364,060	10,08
<b>Insgesamt</b>	<b>5.154.646</b>	<b>100</b>

**The Securities Prospectus of China BPIC Surveying Instruments AG as of 28 August 2012 and the Prospectus Supplement No. 1 have been published on the Company’s website [www.bpicsurvey.com](http://www.bpicsurvey.com) pursuant to Sec. 14 para. 2 no. 3a German Securities Prospectus Act. Hard copies of the Prospectus, the Prospectus Supplement No. 1 and this Prospectus Supplement No. 2 are available free of charge at the offices of the Company, Schopenstehl 22, 3<sup>rd</sup> floor, 20095 Hamburg, Germany.**

**Pursuant to Sec. 16 para. 3 sentence 1 German Securities Prospectus Act, investors who have already submitted a declaration of intent with regard to the purchase of or subscription for the securities before the supplement is published have the right, exercisable within a period of two working days of the publication of the supplement, to revoke their declarations of intent insofar as the new factor or mistake pursuant to para. 1 arose or was noted before the final closing of the offer to the public and as performance has not yet occurred. No grounds must be stated for the revocation, which must be made in text form to China BPIC Surveying Instruments AG, Schopenstehl 22, 3rd floor, 20095 Hamburg, Germany. The timely dispatch of the revocation is sufficient to comply with the specified deadline.**

Hamburg, den 9. November 2012

**China BPIC Surveying Instruments AG**

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Ms Yan ZHAO



Mr Toon Jwee NGOH



Mr Wei XIE