

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
ON DECEMBER 10, 2012**

The Annual General Meeting of Shareholders of Ninetowns Internet Technology Group Company Limited (the "Company") will be held at 11:00 a.m. on December 10, 2012 at 22nd Floor, Building No.1, Capital A Partners, No.20 Gong Ti East Road, Chaoyang District, Beijing 100020, the People's Republic of China for the following purposes:

1. to authorize the board of directors of the Company (the "Board") to appoint, without further ratification, GHP Horwath, P.C. as the Company's independent auditors for the fiscal year ending December 31, 2012 and to fix the remuneration of GHP Horwath, P.C. for such services;
2. to adopt the audited statement of accounts and report of the auditors for the fiscal year ended December 31, 2011;
3. to approve the Board's compensation for the fiscal year ended December 31, 2011 and delegate authority to the compensation committee of the Board to fix the remuneration of the Board for the fiscal year ending December 31, 2012; and
4. to transact such other businesses as may be brought properly before the meeting.

In accordance with the articles of association of the Company, shareholders of record at the close of business on November 9, 2012 (US Eastern Time) will be entitled to notice of, and to vote at, the meeting.

Please follow the instructions on the enclosed proxy card and kindly mark, sign and date the enclosed proxy card and return it promptly.

Copies of the Company's annual report of the fiscal year ended December 31, 2011 may be viewed at our website at ir.ninetowns.com.