April 29, 2014

Shareholders of Ninetowns Internet Technology Group Company Limited

Re: Notice of Extraordinary General Meeting of Shareholders

Dear Shareholder:

You are cordially invited to attend an extraordinary general meeting of shareholders of Ninetowns Internet Technology Group Company Limited (the "Company") to be held on May 29, 2014 at 10:00 a.m. (Hong Kong time). The meeting will be held at 22nd Floor, Bank of China Tower, 1 Garden Road, Hong Kong. The accompanying notice of the extraordinary general meeting and proxy statement provide information regarding the matters to be acted on at the extraordinary general meeting, including at any adjournment thereof.

At the extraordinary general meeting, you will be asked to consider and vote upon a proposal to approve the agreement and plan of merger dated January 29, 2014 (the "merger agreement"), among the Company, Ninetowns Holdings Limited ("Parent") and Ninetowns Merger Sub Limited ("Merger Sub"), and approve the transactions contemplated by the merger agreement, including the proposed merger (the "merger"). The transactions contemplated by the merger agreement, including the merger, involve a going private transaction with affiliates of the Company. A copy of the merger agreement is attached as Annex A to the accompanying proxy statement. Under the terms of the merger agreement, Merger Sub, a company wholly owned by Parent, will be merged with and into the Company, with the Company continuing as the surviving company from the date the plan of merger is registered by the Registrar of Companies in the Cayman Islands or from the date specified in the plan of merger (the "effective time of the merger"). Merger Sub is a Cayman Islands company incorporated solely for purposes of the merger. Parent is a Cayman Islands business company which is and, at the effective time of the merger will be, beneficially owned by Mr. Shuang Wang, a director and the chief executive officer of the Company, Ms. Min Dong, the wife of Mr. Shuang Wang and senior vice president of legal affairs, administration and human resources of the Company, Value Chain International Limited, a company incorporated under the laws of the British Virgin Islands and wholly owned by Mr. Shuang Wang and Ms. Min Dong, Mr. Xiaoguang Ren, president of the Company, Mr. Kin Fai Ng, a director and senior vice president and company secretary of the Company, Oriental Plan Developments Limited, a company incorporated under the laws of the British Virgin Islands and wholly owned by Mr. Kin Fai Ng, Mr. Bolin Wu, chief technology officer of the Company, Mr. Zhonghai Xu, general manager for research and development of the Company, and Mr. Tommy Siu Lun Fork, chief financial officer of the Company (the above individuals, together with Value Chain International Limited, Oriental Plan Developments Limited, Parent and Merger Sub, are collectively referred to herein as the "Consortium"). As of the date of the accompanying proxy statement, the Consortium, as a group, beneficially owned 12,540,063 Shares, which represents approximately 31.4% of the total outstanding Shares (excluding Reserved Shares and Repurchased Shares, each as defined below). If the merger is completed, the Company will continue its operations as a privately-held company and will be beneficially owned by the Consortium and, as a result of the merger, the Company's American depositary shares ("ADSs"), each representing one Share, will no longer be listed on the Nasdaq Global Market ("NASDAQ") and the American depositary shares program for the ADSs will terminate.

If the merger agreement is approved by the requisite vote of the Company's shareholders and the merger is completed, each Share issued and outstanding, including Shares represented by ADSs, immediately prior to the effective time of the merger, other than (a) the Shares and ADSs held by any member of the Consortium (the "Rollover Shares"), (b) the Shares which are reserved for issuance upon exercise of options and vesting of restricted shares under the Company Option Plans (as defined below) (the "Reserved Shares"), (c) the Shares which were repurchased by the Company under the Company's share repurchase plan (the "Repurchased Shares") and (d) the Shares owned by shareholders who have validly exercised and have not effectively withdrawn or lost their dissenters' rights pursuant to Section 238 of the Cayman Islands Companies Law Cap. 22 (law 3 of 1961, as consolidated and revised) (the "Cayman Islands Companies Law") (the "Dissenting Shares," together with the Rollover Shares, the Reserved Shares and the Repurchased Shares, the "Excluded Shares"), will be cancelled in exchange for the right to receive $1.80 and each ADS, each

representing one Share, will represent the right to receive $1.80 (less a $0.05 per ADS cancellation fee pursuant to the terms of the deposit agreement), in each case, in cash, without interest and net of any applicable withholding taxes. The Rollover Shares, the Reserved Shares and the Repurchased Shares will be cancelled for no consideration. The Dissenting Shares will be cancelled for their agreed or appraised fair value as described in more detail below.

As of the effective time of the merger, each option to purchase Shares pursuant to the Ninetowns Digital World Trade Holdings Limited Amended and Restated 2004 Share Option Plan and the Ninetowns Digital World Trade Holdings Limited 2006 Share Incentive Plan (collectively, the "Company Option Plans") that is then outstanding and unexercised (whether or not vested or exercisable) shall be cancelled and converted into the right to receive a cash amount equal to (a) the total number of Shares issuable under such option immediately prior to the effective time of the merger multiplied by (b) the excess, if any, of (x) $1.80 over (y) the exercise price payable per Share underlying such option, without interest and net of any applicable withholding taxes. Each unexercised option held by any Consortium member shall be cancelled and cease to exist without payment of any consideration or distribution therefor. As of the effective time of the merger, each restricted share issued pursuant to the Company Option Plans that is then outstanding and unvested shall be cancelled and converted into the right to receive a cash amount equal to $1.80, without interest and net of any applicable withholding taxes. Each unvested restricted share held by any Consortium member shall be cancelled and cease to exist without payment of any consideration or distribution therefor.

A special committee of the board of directors of the Company, composed solely of directors unrelated to the Consortium or management of the Company (the "special committee"), has reviewed and considered the terms and conditions of the merger agreement and the transactions contemplated by the merger agreement, including the merger. After careful consideration, the special committee unanimously determined that the terms of the transactions contemplated by the merger agreement, as a whole, are procedurally fair to the Company's unaffiliated shareholders and unaffiliated ADS holders but did not formally reach a conclusion on the substantive fairness of any aspect of the proposed transactions. As a result, the special committee unanimously determined that (a) it is in the best interests of the Company and its unaffiliated shareholders and unaffiliated ADS holders to enter into the merger agreement, (b) the execution, delivery and performance by the Company of the merger agreement and the consummation of the transactions contemplated thereby, including the merger, be approved, and (c) the merger, the merger agreement and the plan of merger required to be filed with the Registrar of Companies of the Cayman Islands, substantially in the form attached as Appendix 1 to the merger agreement (the "Cayman Plan of Merger"), be submitted by the Company to its shareholders for their approval at an extraordinary general meeting of the Company's shareholders, without the special committee recommending approval (or recommending disapproval) of the merger, the merger agreement or the Cayman Plan of Merger by the Company's shareholders.

The board of directors of the Company, after carefully considering all relevant factors, including the unanimous determination and recommendation of the special committee, unanimously (a) determined that the merger, on the terms and subject to the conditions set forth in the merger agreement, is procedurally fair to, and in the best interests of, the Company and its unaffiliated shareholders and unaffiliated ADS holders, and declared it advisable to enter into the merger agreement, (b) approved the execution, delivery and performance by the Company of the merger agreement and the transactions contemplated thereby, including the merger, and (c) directed that the merger agreement and the merger be submitted to shareholders and ADS holders at the extraordinary general meeting.

In addition, the Company's board of directors (which, after excluding the Company's independent directors who were present but abstained from voting, consisted only of Mr. Shuang Wang, the chief executive officer of the Company, and Mr. Kin Fai Ng, a senior vice president and company secretary of the Company, who are members of the Consortium), after carefully considering all relevant factors, including the unanimous determination and recommendation of the special committee, (a) determined that the merger agreement and the transactions contemplated thereby, including the merger, is substantively and procedurally fair to the Company and its unaffiliated shareholders and unaffiliated ADS holders, and (b) recommended that the Company's shareholders vote FOR the authorization and approval of the merger agreement and the transactions contemplated thereby, including the merger.

The Company's board of directors (which, after excluding the Company's independent directors who were present but abstained from voting, consisted only of Mr. Shuang Wang, the chief executive officer of the Company, and Mr. Kin Fai Ng, a senior vice president and company secretary of the Company, who are members of the Consortium) recommends that you vote FOR the proposal to approve the merger agreement and the transactions contemplated by the merger agreement, including the merger, FOR the proposal to authorize the directors and officers of the Company to do all things necessary to give effect to the merger agreement, and FOR the proposal to adjourn the extraordinary general meeting in order to allow the Company to solicit additional proxies in the event that there are insufficient proxies received at the time of the extraordinary general meeting to pass the special resolutions to be proposed at the extraordinary general meeting.

Each member of the Consortium believes that the merger is substantively and procedurally fair to the Company's unaffiliated shareholders and unaffiliated ADS holders.

The accompanying proxy statement provides detailed information about the merger and the extraordinary general meeting. We encourage you to read the entire document and all of the attachments and other documents referred to or incorporated by reference herein carefully. You may also obtain more information about the Company from documents the Company has filed with the Securities and Exchange Commission (the "SEC"), which are available for free at the SEC's website www.sec.gov.

Regardless of the number of Shares or ADSs you own, your vote is very important. The merger cannot be completed unless the merger agreement and the transactions contemplated by the merger agreement, including the merger, are approved by (i) an affirmative vote of shareholders representing two-thirds or more of the Shares present and voting in person or by proxy as a single class at the extraordinary general meeting of shareholders of the Company, and (ii) an affirmative vote of shareholders representing a majority of the Shares other than the Rollover Shares present and voting in person or by proxy at the extraordinary general meeting of shareholders of the Company. The Consortium, as a group, beneficially owned 12,540,063 Shares, which represents approximately 31.4% of the total outstanding Shares as of the date of the accompanying proxy statement (excluding Reserved Shares and Repurchased Shares). Pursuant to the terms of the merger agreement and a voting and subscription agreement, dated January 29, 2014, among Parent and certain shareholders of the Company, the Consortium members have agreed to vote 10,784,871 of these Shares, representing 28.2% of the total outstanding Shares as of the date of the accompanying proxy statement, in favor of the proposal to approve the merger agreement and the transactions contemplated thereby, including the merger. Accordingly, based on the number of Shares expected to be outstanding on the record date, (i) approximately 14,684,146 Shares owned by shareholders not affiliated to the Consortium (representing approximately 38.4% of the total outstanding Shares, excluding Reserved Shares and Repurchased Shares) and (ii) approximately 13,709,328 Shares excluding the Rollover Shares owned by the remaining shareholders (representing a majority of the total outstanding Shares owned by the remaining shareholders, excluding Reserved Shares and Repurchased Shares) must be voted in favor of the proposal to be approved, assuming all remaining shareholders will be present and voting in person or by proxy at the extraordinary general meeting.

Whether or not you plan to attend the extraordinary general meeting in person, please complete the accompanying proxy card, in accordance with the instructions set forth on your proxy card, as promptly as possible. The deadline to lodge your proxy card is May 27, 2014 at 9:00 a.m. (Hong Kong time). The proxy card is the "instrument of proxy" as referred to in the Company's amended and restated articles of association. Voting at the extraordinary general meeting will take place by poll voting as the chairman of the Company's board of directors has undertaken to demand poll voting at the meeting. Each shareholder has one vote for each Share held as of the close of business on May 16, 2014.

As the record holder of the Shares represented by ADSs, JPMorgan Chase Bank, N.A. (the "ADS depositary") will endeavor to vote (or will endeavor to cause the vote of) the Shares it holds on deposit at the extraordinary general meeting in accordance with the voting instructions timely received from holders of ADSs at the close of business in New York City on April 2, 2014, the ADS record date. The ADS depositary must receive such instructions no later than 12:00 p.m. (New York City time) on May 23, 2014.

Holders of ADSs will not be able to attend the extraordinary general meeting unless they cancel their ADSs and become holders of Shares prior to the close of business in the Cayman Islands on May 16, 2014, the Share record date. ADS holders who wish to cancel their ADSs need to make arrangements to deliver the ADSs to the ADS depositary for cancellation before the close of business in New York City on May 14, 2014 together with (a) delivery instructions for the corresponding Shares (name and address of person who will be the registered holder of the Shares) and (b) payment of the ADS cancellation fees ($0.05 per ADS to be cancelled) and any applicable taxes. If you hold your ADSs in a brokerage, bank or nominee account, please contact your broker, bank or nominee to find out what actions you need to take to instruct the broker, bank or nominee to cancel the ADSs on your behalf. Upon cancellation of the ADSs, the ADS depositary will instruct the registrar of the Shares to transfer registration of the Shares to the former ADS holder (or a person designated by the former ADS holder). If after the registration of Shares in your name you wish to receive a certificate evidencing the Shares registered in your name, you will need to request the registrar of the Shares to issue and mail a certificate to your attention. If the merger is not approved at the extraordinary general meeting, the shareholders who have cancelled their ADSs and withdrawn the Shares may opt to (i) remain registered holders of their Shares (but note that currently there is no trading market for the Shares); or (ii) deposit their Shares with the custodian of the ADS depositary for issuance of ADSs in accordance with the terms of the deposit agreement (including a payment by such shareholders of $0.05 per ADS issuance fees).

Shareholders who elect to dissent from the merger will have the right to seek appraisal and payment of the fair value of their Shares if the merger is completed, but only if they deliver to the Company, before the vote to approve the merger is taken at the extraordinary general meeting, a written objection to the merger and subsequently comply

with all procedures and requirements of Section 238 of the Cayman Islands Companies Law for the exercise of appraisal rights, which is attached as Annex B to the accompanying proxy statement. The fair value of your Shares as determined under that statute could be more than, the same as, or less than the merger consideration you would receive pursuant to the merger agreement if you do not exercise appraisal rights with respect to your Shares.

ADS HOLDERS WILL NOT HAVE THE RIGHT TO SEEK APPRAISAL AND PAYMENT OF THE FAIR VALUE OF THE SHARES UNDERLYING THEIR ADSs. THE ADS DEPOSITARY WILL NOT ATTEMPT TO PERFECT ANY DISSENTERS' RIGHTS WITH RESPECT TO ANY OF THE SHARES THAT IT HOLDS, EVEN IF AN ADS HOLDER REQUESTS THE ADS DEPOSITARY TO DO SO. ADS HOLDERS WISHING TO EXERCISE APPRAISAL RIGHTS MUST SURRENDER THEIR ADSs TO THE ADS DEPOSITARY, PAY THE ADS DEPOSITARY'S FEES REQUIRED FOR THE CANCELLATION OF THE ADSs AND PROVIDE INSTRUCTIONS FOR THE REGISTRATION OF THE CORRESPONDING SHARES BEFORE THE CLOSE OF BUSINESS IN NEW YORK CITY ON MAY 14, 2014, AND BECOME REGISTERED HOLDERS OF SHARES BY THE CLOSE OF BUSINESS IN THE CAYMAN ISLANDS ON MAY 16, 2014. THEREAFTER, SUCH FORMER ADS HOLDERS MUST COMPLY WITH THE PROCEDURES AND REQUIREMENTS FOR EXERCISING APPRAISAL RIGHTS WITH RESPECT TO THE SHARES UNDER SECTION 238 OF THE CAYMAN ISLANDS COMPANIES LAW.

Neither the SEC nor any state securities regulatory agency has approved or disapproved the merger, passed upon the merits or fairness of the merger or passed upon the adequacy or accuracy of the disclosure in this letter or in the accompanying notice of the extraordinary general meeting or proxy statement. Any representation to the contrary is a criminal offense.

If you have any questions or need assistance voting your Shares, please call MacKenzie Partners, Inc., the firm assisting us with this proxy solicitation, +1 (212) 929-5500 (collect call) or toll free at +1 (800) 322-2885.

Thank you for your cooperation and continued support.

Sincerely,

/s/ Martin Cheung
Martin Cheung
On behalf of the Special Committee

Sincerely,

/s/ Shuang Wang
Shuang Wang
Director and Chief Executive Officer

The proxy statement is dated April 29, 2014, and is first being mailed to shareholders on or about April 30, 2014.