

NINETOWNS DIGITAL WORLD TRADE HOLDINGS LTD  
Form SC 13G/A  
January 09, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No.1)**

**NINETOWNS DIGITAL WORLD TRADE HOLDINGS LIMITED**

(Name of Issuer)

**Ordinary Shares**

(Title of Class of Securities)

**654407105**

(CUSIP Number)

**December 1, 2005**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Jitter Bug Holdings Limited

---

2. Check the Appropriate Box if a Member of a Group (See Instructions)

- (a)  
(b)
- 

3. SEC Use Only
- 

4. Citizenship or Place of Organization British Virgin Islands
- 

<b>Number of Shares Beneficially Owned by Each Reporting Person With:</b>	5. Sole Voting Power	<u>0 (Note)</u>
	6. Shared Voting Power	<u>None</u>
	7. Sole Dispositive Power	<u>0 (Note)</u>
	8. Shared Dispositive Power	<u>None</u>

9. Aggregate Amount Beneficially Owned by Each Reporting Person 0 (Note)

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9) 0%
- 

12. Type of Reporting Person (See Instructions) OO (British Virgin Islands company)
-

Note: The Reporting Person transferred all of its ordinary shares of the Issuer to its shareholders (Great Towns Holdings Limited, Admirable Start Limited and Superb Limited) by way of interim distribution in specie. The Reporting Person does not own any ordinary share of the Issuer after such transfer.

Page 2 of 5 pages

---

**Item 1.**

(a) Name of Issuer:

Ninetowns Digital World Trade Holdings Limited

(b) Address of Issuer's Principal Executive Offices

5th Floor, Union Plaza

20 Chaowai Street, Chaoyang District

Beijing 100020, People's Republic of China

**Item 2.**

(a) Name of Person Filing

Jitter Bug Holdings Limited

(b) Address of Principal Business Office or, if none, Residence

c/o Ninetowns Digital World Trade Holdings Limited

5th Floor, Union Plaza

20 Chaowai Street, Chaoyang District

Beijing 100020, People's Republic of China

(c) Citizenship

British Virgin Islands

- (d) Title of Class of Securities  
Ordinary Shares
- (e) CUSIP Number  
654407105

**Item 3.** Not applicable

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned:  
0 (Note)
- (b) Percent of class:  
0%
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote:  
0 (Note)

Page 3 of 5 pages

- 
- (ii) Shared power to vote or to direct the vote:  
None
  - (iii) Sole power to dispose or to direct the disposition of :  
0 (Note)
  - (iv) Shared power to dispose or to direct the disposition of :  
None

Note: The Reporting Person transferred all of its ordinary shares of the Issuer to its shareholders (Great Towns Holdings Limited, Admirable Start Limited and Superb Limited) by way of interim distribution in specie. The Reporting Person does not own any ordinary share of the Issuer after such transfer.

*Instruction.* For computations regarding securities which represent a right to acquire an underlying security *see* §240.13d-3(d)(1).

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X]

*Instruction:* Dissolution of a group requires a response to this item.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

Not applicable

**Item 8. Identification and Classification of Members of the Group**

Not applicable

**Item 9. Notice of Dissolution of Group**

Not applicable

**Item 10. Certification**

Not applicable

Page 4 of 5 pages

---

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 9, 2006

Jitter Bug Holdings Limited

Signature: /s/ Kin Fai Ng

Name: Kin Fai Ng

Title: Director

Page 5 of 5 pages