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Securities code: 7532
September 12, 2011

To Our Shareholders

Junji Narusawa
President and Representative Director
Don Quijote Co., Ltd.
2-19-10, Aobadai, Meguro-ku, Tokyo

Notice of Convocation of the 31st Ordinary General Meeting of Shareholders

We would like to express our heartfelt sympathies to those in the areas affected by the Great East Japan Earthquake and offer our prayers for the earliest possible restoration of the afflicted areas.

You are cordially invited to attend the 31st Ordinary General Meeting of Shareholders of Don Quijote Co., Ltd. (the "Company"). The meeting will be held as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders and return the enclosed Voting Rights Exercise Form by indicating your approval or disapproval, or exercise your voting rights via the Internet, etc. at the designated website (<http://www.evote.jp/>) by 6:00 p.m. on September 26 (Monday), 2011 in Japan time.

- Date and Time:** September 27 (Tuesday), 2011, 10:00 a.m.
- Place:** Hourai-no-ma (2nd floor), Meiji Kinenkan
2-2-23 Moto-Akasaka, Minato-ku, Tokyo
- Agenda for the Meeting**

Matters to be reported:

- The Business Report, the Consolidated Financial Statements and Audit Reports of the Consolidated Financial Statements by the Accounting Auditors and the Board of Statutory Auditors for the 31st Fiscal Term (July 1, 2010 to June 30, 2011)
- The Non-Consolidated Financial Statements for the 31st Fiscal Term (July 1, 2010 to June 30, 2011)

Matters to be resolved:

- Proposal No. 1:** Appropriation of Surplus
Proposal No. 2: Election of One (1) Statutory Auditor

For those attending, please present the enclosed Voting Rights Exercise Form as attendance to the receptionist. If there are any amendments to the Reference Documents for the General Meeting of Shareholders, the revised version will be posted on our Website (<http://www.donkigroup.jp/ir/>).

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company considers the return of profits to shareholders to be one of the most important tasks. Taking into consideration future business development while assuming the basic stance of maintaining stable dividends, the year-end dividend of the 31st Fiscal Term and appropriation of other surplus shall be as follows.

1. Year-End Dividend

- (1) Type of dividend property
Cash
- (2) Matter and total amount regarding dividend property's allocation to shareholders
Cash payment of dividend per share: 18 yen per common share of the Company
Total amount: 1,386,531,648 yen
- (3) Effective date of dividend payment
September 28, 2011

2. Appropriation of Other Surplus

- (1) Item and amount to be decreased in surplus
Retained earnings brought forward: 8,000,000,000 yen
- (2) Item and amount to be increased in surplus
General reserve: 8,000,000,000 yen

Proposal No. 2: Election of One (1) Statutory Auditor

As the term of office of Statutory Auditor Mr. Yoshihiro Hongo is to expire at the conclusion of this Ordinary General Meeting of Shareholders, the Company proposes that shareholders elect one (1) Statutory Auditor.

The Company has obtained the consent of the Board of Statutory Auditors on this proposal.

The candidate for Statutory Auditor is as follows:

| Name (Date of birth) | Career summary, position in the Company and significant concurrent positions | Number of the Company shares held | |
|-------------------------------------|--|---|---------|
| Yoshihiro Hongo (April 11, 1945) | April 1972 | Joined Showa & Co. (currently Ernst & Young ShinNihon LLC) | 0 share |
| | March 1975 | Registered as a certified public accountant | |
| | May 1975 | Registered as a tax accountant | |
| | January 1977 | Established Hongo Certified Public Accountant Firm | |
| | October 2000 | Outside Statutory Auditor of e-System corporation | |
| | April 2002 | Representative Partner and Chairman of Hongo Tsuji Certified Public Accountant's Corporation (current position) | |
| | September 2002 | Outside Statutory Auditor of MOC Corporation | |
| | December 2002 | Outside Statutory Auditor of Asia Air Survey Co., Ltd. | |
| | June 2006 | Outside Auditor of The Tokyo Tomin Bank, Limited | |
| | September 2007 | Statutory Auditor of the Company (current position) | |
| | June 2009 | Auditing Officer of UT Holdings Co., Ltd. (current position) | |
| June 2011 | Independent Auditor of Fidec Corporation (current position) | | |

- (Notes)
1. There is no special interest between the above candidate and the Company.
 2. Mr. Yoshihiro Hongo is a candidate for Outside Statutory Auditor of the Company.
 3. While Mr. Yoshihiro Hongo was serving as Outside Statutory Auditor of the Company, on December 2010, a wrongful expenditure involving a diversion of funds for private use by a former Director of the Company was revealed. Mr. Hongo, as a Statutory Auditor, had routinely evoked caution regarding compliance with laws and regulations. He fulfilled his duties such as conducting appropriate auditing of the recurrence preventive measures and response that the Board of Directors of the Company conducted in response to these material facts, which included the further enhancement and fortification of the system for law and regulation compliance.
 4. Mr. Yoshihiro Hongo is currently serving as Outside Statutory Auditor of the Company, and his term as Outside Statutory Auditor shall be four (4) years at the conclusion of this Ordinary General Meeting of Shareholders.
 5. Mr. Yoshihiro Hongo was selected as a candidate for Outside Statutory Auditor of the Company based on the judgment that he is able to appropriately execute the duties of that position, being a talent with a high level of expertise regarding corporate accounting and tax affairs as a certified public accountant and a tax accountant.