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Securities code: 7532
September 10, 2013

To Our Shareholders

Takao Yasuda
Chairman and President, Representative Director
Don Quijote Co., Ltd.
2-19-10 Aobadai, Meguro-ku, Tokyo

Notice of Convocation of the 33rd Ordinary General Meeting of Shareholders

You are cordially invited to attend the 33rd 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 to arrive at the Company by 6:00 p.m. on September 25 (Wednesday), 2013 in Japan time, or exercise your voting rights via the Internet, etc. at the designated website (<http://www.evotep.jp/>) by 6:00 p.m. on the same day.

- 1. Date and Time:** September 26 (Thursday), 2013, 10:00 a.m.
- 2. Place:** Hourai-no-ma (2nd floor), Meiji Kinenkan
2-2-23 Moto-Akasaka, Minato-ku, Tokyo

3. Agenda for the Meeting

Matters to be reported:

1. 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 33rd Fiscal Term (July 1, 2012 to June 30, 2013)
2. The Non-Consolidated Financial Statements for the 33rd Fiscal Term (July 1, 2012 to June 30, 2013)

Matters to be resolved:

- Proposal No. 1:** Appropriation of Surplus
Proposal No. 2: Election of One (1) Statutory Auditor
Proposal No. 3: Allowance of Retirement Benefits to Retiring Statutory Auditor

For those attending, please present the enclosed Voting Rights Exercise Form on attendance to the receptionist. Of the documents to be provided, information concerning the following items is not included in the documents provided with this Notice of Convocation of the General Meeting of Shareholders, but is posted on our Website at <http://www.donki.com/group/ir/> (in Japanese only) pursuant to laws and regulations and Article 15 of the Company's Articles of Incorporation.

- 1) Notes to the Consolidated Financial Statements
- 2) Notes to the Non-Consolidated Financial Statements

The Consolidated Financial Statements and Non-Consolidated Financial Statements audited by the Statutory Auditors for their audit report and the Accounting Auditors for their accounting audit report include, in addition to the contents of the documents provided here, items to be presented as the Notes to the Consolidated Financial Statements and the Notes to the Non-Consolidated Financial Statements.

If there are any amendments to the Business Report, Non-Consolidated Financial Statements, Consolidated Financial Statements and Reference Documents for the General Meeting of Shareholders, the revised version will be posted on our Website at <http://www.donki.com/group/ir/> (in Japanese only).

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 33rd Fiscal Term and appropriation of other surplus is proposed 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: 23 yen per common share of the Company
Total amount: 1,790,840,628 yen
- (3) Effective date of dividend payment
September 27, 2013

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 terms of office of Statutory Auditors Mr. Yukihiro Inoue and Mr. Makoto Iwade are to expire at the conclusion of this Ordinary General Meeting of Shareholders, the Company proposes that, in consideration of the current status of its audit system, 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 and position in the Company (Significant concurrent positions)	Number of the Company shares held
Yukihiro Inoue (November 4, 1937)	September 1994 Superintendent-General of the Metropolitan Police Department	0 share
	September 2003 Chairperson of the board of directors of Japan Guide Dog Association (current position)	
	June 2006 Outside Corporate Auditor of TOKO ELECTRICAL CONSTRUCTION CO., LTD. (current position) Outside Director of ASAHI KOGYOSHA CO., LTD. (current position)	
	September 2009 Statutory Auditor of the Company	
	March 2011 Chairman of Public Interest Incorporated Foundation, Aikido Yoshinkai (current position)	
	June 2011 Outside Statutory Auditor of All Nippon Security Co., Ltd. (current position)	
	June 2012 Standing Statutory Auditor of the Company (current position)	

- (Notes)
1. There is no special interest between the above candidate and the Company.
 2. Mr. Yukihiro Inoue is the candidate for Outside Statutory Auditor of the Company.
 3. Mr. Yukihiro Inoue 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.
 4. Mr. Yukihiro Inoue 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 from an objective perspective using his experience in important positions such as Superintendent-General of the Metropolitan Police Department.

Proposal No. 3: Allowance of Retirement Benefits to Retiring Statutory Auditor

The Company hereby proposes that retirement benefits be granted to Mr. Makoto Iwade, whose term of office of Statutory Auditor is to expire at the conclusion of this Ordinary General Meeting of Shareholders, for his meritorious service to the Company, in amounts based on the Company's internal regulations. Also, it is proposed that decisions on the specific amount, date and method of payment of such retirement benefits be entrusted to the Statutory Auditors.

The career of the retiring Statutory Auditor is summarized as follows:

Name	Career summary
Makoto Iwade	September 2005 Statutory Auditor of the Company (current position)