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Securities code: 7532

January 16, 2019

To Our Shareholders

Koji Ohara
President and Representative Director
Don Quijote Holdings Co., Ltd.
2-19-10 Aobadai, Meguro-ku, Tokyo

Notice of Convocation of the Extraordinary General Meeting of Shareholders

You are cordially invited to attend the Extraordinary General Meeting of Shareholders of Don Quijote Holdings 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 exercise your voting rights by 6:00 p.m. January 30 (Wednesday), 2019.

1. **Date and Time:** January 31 (Thursday), 2019, 1:00 p.m.
 - * Please be aware that the date and time differ from that of the Ordinary General Meeting of Shareholders.
2. **Place:** Fuji-no-ma (2nd floor), Meiji Kinenkan
2-2-23 Moto-Akasaka, Minato-ku, Tokyo
 - * Please be aware that there will be no gifts for the shareholders who attend this Extraordinary General Meeting of Shareholders.
3. **Agenda for the Meeting**
 - Matters to be resolved:**
 - Proposal No. 1:** Partial Amendments to the Articles of Incorporation
 - Proposal No. 2:** Election of One (1) Director (Excluding Director Who Is an Audit and Supervisory Committee Member)

For those attending, please present the enclosed Voting Rights Exercise Form on 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 at <http://www.donki-hd.co.jp/ir/> (in Japanese only).

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Partial Amendments to the Articles of Incorporation

1. Reason for the Proposal

Article 1 (Trade Name) of the current Articles of Incorporation will be amended in order to change to a new trade name that signifies the Company's resolution to continue developing new business formats with Group companies and respond to diverse and changing needs of customers, as well as resolution to expand business as a major retailer not only in Japan but also in the Pacific Rim region. The Company believes that the new trade name presents the Company's approach to its business upon the opening of a new chapter for the Company.

The amendments to the Articles of Incorporation shall be effective from February 1, 2019.

2. Description of the Amendments

The Company proposes that the Articles of Incorporation of the Company be amended as follows:

(Amendments are underlined)

Current Articles of Incorporation	Proposed Amendments
Chapter 1 General Provisions (Trade Name) Article 1 The Company shall be called <u>Kabushiki Kaisha Don Quijote Holdings</u> , which shall be expressed as <u>Don Quijote Holdings Co., Ltd.</u> in English.	Chapter 1 General Provisions (Trade Name) Article 1 The Company shall be called <u>Kabushiki Kaisha Pan Pacific International Holdings</u> , which shall be expressed as <u>Pan Pacific International Holdings Corporation</u> in English.

Proposal No. 2: Election of One (1) Director (Excluding Director Who Is an Audit and Supervisory Committee Member)

The Company proposes the election of one (1) Director (excluding Director who is an Audit and Supervisory Committee Member; applicable to the rest of this proposal), increasing the number of Directors by one (1) in order to further enhance and strengthen the management team.

The term of office of the newly elected Director is to expire on the same date as those of the currently serving Directors, pursuant to the provisions of the Company's Articles of Incorporation.

As for this proposal, the Audit and Supervisory Committee of the Company has judged that the candidate for Director is eligible.

The candidate for Director is as follows:

Name (Date of birth)	Career summary and position and areas of responsibility in the Company (Significant concurrent positions)	Number of the Company shares held
Takao Yasuda (May 7, 1949)	September 1980 Established Just Co., Ltd. (currently Don Quijote Holdings Co., Ltd.) President and Representative Director	– shares
	September 2005 Chairman, Representative Director and CEO of the Company	
	December 2005 Chairman of Yasuda Scholarship Foundation (current position)	
	April 2013 Chairman, President, Representative Director and CEO of the Company	
	August 2013 President, Representative Director and CEO of Don Quijote Preparatory Co., Ltd. (currently Don Quijote Co., Ltd.)	
	December 2013 Chairman and Representative Director of Don Quijote Co., Ltd.	
	July 2014 Chairman, Representative Director and CEO of the Company	
	July 2015 Founding Chairman and Supreme Advisor of the Company (current position)	
	December 2018 Director (Chairman, President & CEO) of Pan Pacific International Holdings Pte. Ltd. (current position) Director of Pan Pacific Strategy Institute Pte. Ltd. (current position)	

(Reasons for nomination as candidate for Director)
Takao Yasuda established the Company, created a new business format as a discounter, and has driven the development of the Group. He is currently based in Singapore to lead overseas businesses of the Company. With the recent conversion of UNY Co., Ltd. into a wholly-owned subsidiary and the further acceleration of the business expansion overseas, the Company decided to nominate him as a candidate for Director in order to make use of his expertise at this important juncture.

- (Notes)
1. The candidate is a new candidate for Director.
 2. There is no special interest between the candidate and the Company.
 3. Pan Pacific International Holdings Pte. Ltd. plans to change its trade name to Pan Pacific Retail Management (Singapore) Pte. Ltd.