



David Jones Limited

ABN 75 000 074 573

All correspondence to:

Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia
Enquiries (within Australia) 1800 652 207
(outside Australia) 61 3 9415 4025
Facsimile 61 3 9473 2555
www.computershare.com

19 October 2009

Dear Shareholder

The Annual General Meeting of David Jones Limited will be held at the Grand Hyatt Hotel, 123 Collins Street, Melbourne, Victoria on Monday 30 November 2009 at 11.00 a.m. After the meeting you will have the opportunity to meet the Directors and senior executives.

The Notice of Meeting and explanatory notes are contained in a separate booklet accompanying this letter.

If you are attending the meeting, please detach and send back the attendance card in the reply paid envelope. I also ask that you bring this page with you to the meeting as the bar code printed on it will help with identification when you arrive.

If you are unable to attend the meeting, I encourage you to complete and return the enclosed Proxy Form by no later than 11.00 a.m. on Saturday 28 November 2009. You can do this online through www.investorvote.com.au, by faxing it to (03) 9473 2555, or in the enclosed reply paid envelope.

To be effective, the Proxy Form must be received by Computershare Investor Services Pty. Limited, Level 2, 60 Carrington Street, Sydney, NSW 2000 or by our Proxy Form Processing Centre in Melbourne by 11.00 a.m. on Saturday 28 November 2009, being not less than 48 hours before the time for holding the meeting.

I look forward to welcoming you to the meeting.

Yours sincerely

Robert Savage
Chairman

ATTENDANCE CARD

I/We will be attending the David Jones Limited Annual General Meeting on Monday 30 November 2009.

Name

Name

Please return to the Proxy Form Processing Centre Computershare Investor Services Pty. Limited, GPO Box 242, Melbourne VIC 8060 in the enclosed reply paid envelope.



David Jones Limited
ABN 75 000 074 573

Lodge your vote:

By Mail:
Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For Intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:

(within Australia) 1800 652 207
(outside Australia) +61 3 9415 4025

Proxy Form

Vote online or view the notice of meeting and annual report, 24 hours a day, 7 days a week: www.investorvote.com.au	
<input checked="" type="checkbox"/> Cast your proxy vote <input checked="" type="checkbox"/> Access the notice of meeting and annual report <input checked="" type="checkbox"/> Review and update your securityholding	<p>Your secure access information is:</p> <p>Control Number:</p> <p>SRN/HIN:</p> <p> PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.</p>

For your vote to be effective it must be received by 11.00 a.m. Saturday 28 November 2009

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

Appointment of Proxy

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

Signing Instructions for Postal Forms

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

Attending the Meeting

Bring this form to assist registration. If a representative of a corporate securityholder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at www.computershare.com.

Comments & Questions: If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**GO ONLINE TO VOTE,
or turn over to complete the form →**

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Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.

Proxy Form

Please mark to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of David Jones Limited hereby appoint

the Chairman of the Meeting **OR**

PLEASE NOTE: Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of David Jones Limited to be held at the Grand Hyatt Hotel, 123 Collins Street, Melbourne, Victoria on Monday 30 November 2009 at 11.00 a.m. and at any adjournment of that meeting.

STEP 2 Items of Business

PLEASE NOTE: If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

		For	Against	Abstain
2 (a)	To re-elect John Coates AC as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 (b)	To re-elect Katie Lahey as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3	To adopt the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

SIGN Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Securityholder 2

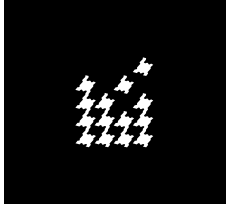
Director

Securityholder 3

Director/Company Secretary

Contact Name _____

Contact Daytime Telephone _____ Date ____/____/____



NOTICE OF MEETING

DAVID JONES LIMITED ANNUAL GENERAL MEETING 2009
MONDAY 30 NOVEMBER 2009 AT 11.00AM

DAVID JONES LIMITED ABN 75 000 074 573 ACN 000 074 573

NOTICE OF MEETING

DAVID JONES LIMITED ANNUAL GENERAL MEETING

Notice is given to the members of David Jones Limited ABN 75 000 074 573 (the Company) that the Annual General Meeting of the Company will be held at the Grand Hyatt Hotel, 123 Collins Street, Melbourne, Victoria on Monday 30 November 2009 at 11:00am.

BUSINESS

1. To receive and consider the financial report of the Company and its controlled entities for the 52 weeks ended 25 July 2009 and the reports of the Directors and Auditor.

2. To consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

(a) 'John Coates AC, who retires by rotation in accordance with rule 6.1(f) of the Company's constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.'

(b) 'Katie Lahey, who retires by rotation in accordance with rule 6.1(f) of the Company's constitution and, being eligible, offers herself for re-election, be re-elected as a director of the Company.'

3. To adopt the Remuneration Report.

The vote on this resolution is advisory only.

By order of the Board



Caroline Waldron, Secretary
Sydney, 19 October 2009

PROXIES

Any member entitled to attend and vote is entitled to appoint not more than two proxies to attend and vote in his or her stead. If more than one proxy is appointed, each proxy should be appointed to represent a specified portion of the member's voting rights. If two proxies are appointed and the appointment does not specify the proportion of the member's votes that each proxy may exercise, each proxy may exercise half the votes. The person or persons so appointed need not be members of the Company.

To be effective, the Proxy Form must be received by Computershare Investor Services Pty Limited, Level 3, 60 Carrington Street, Sydney, NSW, 2000 (or by facsimile to (03) 9473 2555) not less than 48 hours before the time for holding the meeting. No facility exists for receiving Proxy Forms by email.

You can also submit your proxy appointment online by visiting the webpage: www.investorvote.com.au. To use this online facility, you will need your Shareholder Reference Number (SRN) or Holder Identification Number (HIN), postcode and control number as shown on your proxy form. You will be taken to have signed the proxy form if you lodge it in accordance with the instructions on the website. A proxy cannot be appointed electronically by a person appointed by a shareholder under a Power of Attorney or similar authority.

Intermediaries with access to Intermediary Online through Computershare Investor Services Pty Limited should lodge their votes through www.intermediaryonline.com.

Corporate Representative

If your holding is registered in a company name and you would like to attend the meeting (and do not intend to return a completed Proxy Form), please bring with you to the meeting a duly completed Appointment of Corporate Representative Form to enable you to attend and vote at the meeting. Contact the Share Registry, which will forward to you a form for completion.

Entitlement to vote

For the purposes of the meeting, shares will be taken to be held by the persons who are the registered holders at 7.00 p.m. (Sydney time) on Saturday 28 November 2009. Accordingly, share transfers registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

EXPLANATORY NOTES

ITEM 1 – FINANCIAL REPORT AND THE REPORTS OF THE DIRECTORS AND AUDITOR

The Corporations Act requires that the financial report and the reports of the Directors and Auditor be laid before the Annual General Meeting. Shareholders will be given a reasonable opportunity to raise questions on all these reports at the meeting.

ITEM 2 – ELECTION OF DIRECTORS

Profiles of the candidates offering themselves for re-election to the office of Director are as follows:

(a) John Coates AC

LLB

Resident of Sydney

Term of office Non-Executive Director since 6 October 1995 and appointed Deputy Chairman on 14 October 2003.

Independent Yes

External Directorships President, Australian Olympic Committee Inc; Non-Executive Chairman, William Inglis & Son Limited; Non-Executive Director, the Australian subsidiaries of Grosvenor Group Limited, and Events New South Wales Pty Limited; Member, Grant Samuel Advisory Board, International Olympic Committee and Sydney Olympic Park Authority; Lawyer.

Skills, experience and expertise Mr Coates has practiced in commercial and property law and served on various Commonwealth and State statutory authorities. His public company and Olympic board experience includes property development and investment, shopping centre and funds management. Mr Coates plays an active role in advising and assisting senior executives in the implementation of the Company's key legal, public and commercial relationships.

Board Committee membership Chairman of the Property Committee and Member of the Audit Committee.

The Directors (other than John Coates) unanimously recommend that shareholders vote in favour of resolution 2(a).

(b) Katie Lahey

BA (Hons) MBA

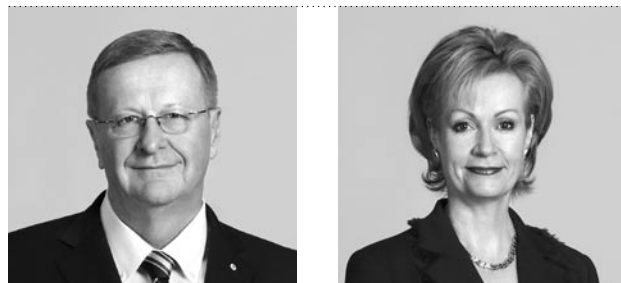
Resident of Sydney

Term of office Non-Executive Director since 6 October 1995.

Independent Yes

External Directorships Chief Executive, Business Council of Australia; Chairman, Carnival Australia.

Skills, experience and expertise In her Chief Executive roles in the public and private sectors, Ms Lahey has gained extensive experience in managing large complex organisations and



JOHN COATES AC
LLB

KATIE LAHEY
BA (Hons) MBA

achieving significant change within these organisations. She has skills in general management, marketing, media, human resources management, finance and an extensive knowledge of the workings of government at all levels. Her practical hands-on experience has been supplemented with her academic achievements.

Board Committee membership Member of the Remuneration and Nominations Committee.

The Directors (other than Katie Lahey) unanimously recommend that shareholders vote in favour of resolution 2(b).

ITEM 3 – ADOPTION OF THE REMUNERATION REPORT

The Corporations Act 2001 requires listed companies to put a resolution to shareholders to adopt the Company's Remuneration Report. The vote on this resolution is advisory only and does not bind the Directors or the Company. Nevertheless, the discussion held at the Annual General Meeting will be considered by the Remuneration and Nominations Committee when evaluating the remuneration arrangements of the Company.

The Remuneration Report is set out on pages 38 to 57 of the 2009 Annual Report and is also available at http://www.davidjones.com.au/corp/company_reports_2009/annual_report09.jsp.

The Remuneration Report:

- describes the policies behind, and structure of, the remuneration arrangements of the Company and the link between the remuneration of employees and the Company's performance;
- sets out the remuneration arrangements in place for each Director and for certain members of the senior management team; and
- explains the differences between the basis for remunerating Non-Executive Directors and executives of the Company, including the Executive Directors.

A reasonable opportunity for discussion of the Remuneration Report will be provided at the meeting.

The Directors unanimously recommend that shareholders vote in favour of resolution 3.

For Corporate and Customer information please visit us at www.davidjones.com.au

