

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.

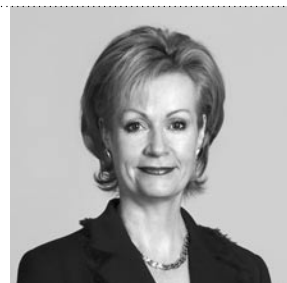
Independent Yes

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

