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U.S. DEPT. OF LABOR
PUBLIC DISCLOSURE
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Direct Fax: 214-999-3654
medwards@gardere.com

June 25, 2001

CERTIFIED MAIL NO.7106 4575 1294 1505 3650
RETURN RECEIPT REQUESTED

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

Re: Plan Name: Dave & Buster's, Inc. Employment Agreements and
Executive Retention Agreements
Plan Sponsor: Dave & Buster's, Inc.
2481 Manana Drive
Dallas, Texas 75220

Dear Sir or Madam:

Dave & Buster's Inc. (the "Employer") has entered into certain Employment Agreements and Executive Retention Agreements (the "Agreements") that may, under certain circumstances, provide compensation following termination of employment. The Agreements are for the benefit of sixteen key management employees of the Employer. To the extent that the Agreements are ever characterized by the Department of Labor as a plan described in section 201(2) of the Employee Retirement Income Security Act of 1974, as amended, this letter is intended to serve as the statement required by DOL Reg. Section 2520.104-23 with respect to the Agreements. The Agreements are maintained by the Employer for the benefit of a select group of management or highly compensated employees, and the Agreements are the only such arrangement maintained by the Employer.

43-1532756

75-2301085

75-2680098

June 25, 2001

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If you have any questions, please contact the undersigned at the above address and telephone number.

Sincerely,

A handwritten signature in black ink, appearing to read "T. Mark Edwards". The signature is written in a cursive style with a large, stylized initial "T".

T. Mark Edwards

TME:crm

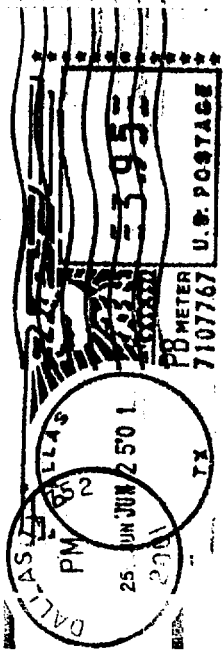
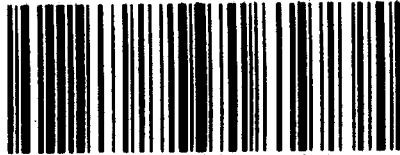
cc: Nancy J. Duricic

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