



subject to Rule 14d-1

subject to Rule 13e-3

issuer tender offer  
subject to Rule 13e-4

amendment to Schedule 13D  
under Rule 13d-2

Check the following box if the filing is a final amendment reporting the results of the tender offer.

This Amendment No. 2 to Schedule TO amends and supplements the Tender Offer Statement on Schedule TO filed with the Securities and Exchange Commission (the "SEC") on June 4, 2002, as amended by Amendment No. 1 to Schedule TO filed with the SEC on June 26, 2002, (as amended and supplemented, the "Schedule TO") by D&B Acquisition Sub, Inc., a Missouri corporation ("Purchaser"), and the Rule 13e-3 Transaction Statement on Schedule 13E-3 filed with the SEC on June 4, 2002 (as amended and supplemented, the "Schedule 13E-3") by Purchaser, D&B Holdings I, Inc., a Delaware corporation ("Parent"), Investcorp, S.A., a Luxembourg corporation ("Investcorp"), Dave & Buster's, Inc., a Missouri corporation (the "Company"), David O. Corriveau, James W. Corley, Walter S. Henrion and William C. Hammett. The Schedule TO and Schedule 13E-3 relate to the offer by Purchaser to purchase all of the issued and outstanding shares of common stock, par value \$0.01 (the "Shares"), of the Company, including associated rights (the "Rights" and collectively the "Shares"), at a price of \$12.00 per Share, net to the seller in cash, upon the terms and subject to the conditions contained in the Offer to Purchase, dated June 4, 2002 (the "Offer to Purchase"), and in the related Letter of Transmittal dated June 4, 2002 (the "Letter of Transmittal," which, together with the Offer to Purchase, as each may be amended or supplemented from time to time, constitute the "Offer"). Copies of the Offer to Purchase and the related Letter of Transmittal have been filed as Exhibits (a)(1) and (a)(2), respectively, to both the Schedule TO and the Schedule 13E-3.

Unless otherwise stated below, the information set forth in the Offer to Purchase (including all schedules thereto) is hereby expressly incorporated herein by reference in response to all items of this Schedule TO. You should read this Amendment No. 2 to Schedule TO together with the Schedule TO and the Schedule 13E-3 filed with the SEC on June 4, 2002 and Amendment No. 1 to the Schedule TO filed with the SEC on June 26, 2002. Capitalized terms used herein and not otherwise defined have the respective meanings ascribed to them in the Offer to Purchase.

ITEM 12. Exhibits.

Item 12 of Schedule TO is hereby supplemented by including the following:

- (a)(9) Press release issued by Purchaser on June 27, 2002.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 28, 2002

D&B ACQUISITION SUB, INC.

By: /s/ Simon Moore

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Name: Simon Moore  
Title: President

D&B HOLDINGS I, INC.

By: /s/ Simon Moore

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Name: Simon Moore  
Title: President

INVESTCORP, S.A.

By: /s/ Gary Long

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Name: Gary Long  
Title: Authorized Executive

DAVE & BUSTER'S, INC.

By: /s/ David O. Corriveau

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Name: David O. Corriveau  
Title: President

/s/ David O. Corriveau

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David O. Corriveau

/s/ James W. Corley

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James W. Corley

/s/ Walter S. Henrion

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Walter S. Henrion

/s/ William C. Hammett, Jr.

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William C. Hammett, Jr.



D&B ACQUISITION, INC. ANNOUNCES AMENDMENT  
TO ITS DAVE & BUSTER'S TENDER OFFER DOCUMENTS

New York City, NY--June 27, 2002--D&B Acquisition Sub, Inc. announced today that it filed Amendment No. 1 to Schedule TO with the Securities and Exchange Commission on June 26, 2002. The amendment filed yesterday relates to the offer by D&B Acquisition Sub to purchase all of the issued and outstanding shares of common stock of Dave & Buster's, Inc. (NYSE: DAB) at a price of \$12.00 per share, and responds to comments made by the SEC in respect of the tender offer documents (Schedule TO and Schedule 13E-3) filed on June 4, 2002. The amendment makes no change in the offer price or any other material term or condition of the offer. The amendment may be obtained on the SEC's web site at [www.sec.gov](http://www.sec.gov) or by contacting D.F. King & Co., Inc., the information agent for the offer, at (800) 549-6697. The tender offer is scheduled to expire on Tuesday, July 2, 2002, at 5:00 p.m., New York City time.

D&B Acquisition Sub is a wholly-owned subsidiary of D&B Holdings I, Inc., a corporation organized for purposes of the acquisition by Investcorp, a global investment firm, other international investors organized by Investcorp, and certain members of senior management of Dave & Buster's.