



INVESTOR FACT SHEET

2ND QUARTER FISCAL 2012 ENDED NOVEMBER 5, 2011

EMPIRE COMPANY LIMITED (TSX: EMP.A) is a Canadian company whose key businesses include food retailing and investments and other operations. Food retailing is carried out through wholly-owned Sobeys Inc. ("Sobeys"). Investments and other operations consists primarily of (i) a 44.6 percent (40.3 percent fully diluted) equity accounted interest in Crombie REIT, (ii) an approximate 40 percent ownership interest in Genstar Development Partnership, and (iii) wholly-owned Empire Theatres.

Empire Company Limited's primary goal and focus continues to be the achievement of long-term sustainable value creation through cash flow and income growth and equity appreciation. Through direct ownership and equity participation, Empire strives to continue this legacy by focusing on businesses that we know and understand, principally food retailing and related real estate.

Second Quarter Highlights

- Sales of \$4.04 billion, up \$132.2 million or 3.4 percent.
- Same-store sales increased 1.9 percent compared with Q2 last year.
- Operating income⁽¹⁾ of \$125.8 million versus \$114.7 million last year.
- Net earnings, net of minority interest, of \$78.1 million (\$1.15 per share) compared to \$142.9 million (\$2.09 per share) last year. Included in net earnings in Q2 last year was a net gain on the sale of an investment in Wajax of \$76.2 million.
- Adjusted net earnings⁽²⁾, net of minority interest, of \$74.6 million (\$1.10 per share) compared to \$69.9 million (\$1.02 per share) last year.
- Funded debt to total capital ratio of 25.2 percent compared to 28.0 percent in Q2 last year.

(1) Certain balances have been reclassified for changes to comparative figures in the current quarter (see Note 20 to the Company's second quarter unaudited consolidated financial statements).

(2) Adjusted net earnings excludes the gain on the sale of Wajax in the second quarter last year and other items which are considered not indicative of underlying business performance.

INVESTOR RELATIONS CONTACT

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STOCK SYMBOLS

Non-Voting Class A Shares: EMP.A
Preferred Shares: Series 2: EMP.PR.B

Stock Exchange Listing

The Toronto Stock Exchange

STOCK INFORMATION

(as at November 5, 2011)

Share Price (CAN\$)	\$60.77
52-Week High (CAN\$)	\$61.42
52-Week Low (CAN\$)	\$51.25
52-Week Average Daily Trading Volume	81,842
Shares Outstanding (MM)	68.0
Quarterly Dividend	22.5¢

ANALYST COVERAGE

- Bank of America Merrill Lynch
- BMO Capital Markets
- CIBC World Markets
- Scotia Capital
- TD Newcrest





INVESTOR FACT SHEET 2ND QUARTER FISCAL 2012 ENDED NOVEMBER 5, 2011

Quarterly Results of Operations

	Fiscal 2012	Fiscal 2011				Fiscal 2010 ⁽¹⁾		
	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
(\$ in millions, except per share information)	(13 weeks) Nov. 5 2011	(13 weeks) Aug. 6 2011	(14 weeks) May 7 2011	(13 weeks) Jan. 29 2011	(13 weeks) Oct. 30 2010	(13 weeks) July 31, 2010	(13 weeks) May 1 2010	(13 weeks) Jan. 30 2010
Sales	\$ 4,036.3	\$ 4,154.2	\$ 4,149.8	\$ 3,877.0	\$ 3,904.1	\$ 4,025.9	\$ 3,836.8	\$ 3,836.2
Operating income ⁽²⁾	125.8	148.9	122.3	140.2	114.7	148.5	118.5	110.3
Net earnings ⁽³⁾	78.1	89.2	82.6	88.8	142.9	86.3	73.5	68.3
Per share information, basic								
Net earnings ⁽³⁾	\$ 1.15	\$ 1.31	\$ 1.21	\$ 1.31	\$ 2.09	\$ 1.26	\$ 1.07	\$ 1.00
Basic weighted average number of shares outstanding (millions) ⁽⁴⁾	67.9	67.9	67.9	67.9	68.2	68.5	68.4	68.4
Per share information, diluted								
Net earnings ⁽³⁾	\$ 1.15	\$ 1.31	\$ 1.21	\$ 1.30	\$ 2.09	\$ 1.26	\$ 1.07	\$ 0.99
Diluted weighted average number of shares outstanding (millions) ⁽⁴⁾	68.0	68.0	68.0	68.0	68.3	68.5	68.5	68.5

Consolidated Financial Condition

(\$ in millions per share and ratio Calculations)	Nov. 5, 2011	May 7, 2011	Oct 30, 2010
Shareholders' equity, net of minority interest	\$ 3,273.2	\$ 3,168.0	\$ 3,005.2
Book value per share	\$ 48.11	\$ 46.56	\$ 43.84
Bank indebtedness	\$ 6.0	\$ -	\$ -
Long term debt, including current portion ⁽⁵⁾	\$ 1,098.4	\$ 1,152.4	\$ 1,168.0
Funded debt to total capital	25.2%	26.7%	28.0%
Net debt to net total capital ratio ⁽⁶⁾	15.6%	14.5%	17.5%
Debt to annualized EBITDA ⁽⁷⁾	1.2x	1.3x	1.4x
EBITDA to net finance costs ⁽⁸⁾	14.1x	11.5x	10.6x
Total assets	\$ 6,538.6	\$ 6,477.0	\$ 6,267.6

Notes:

- (1) Amounts have been prepared in accordance with CGAAP.
- (2) Certain balances have been reclassified for changes to comparative figures (see Note 20 to the Company's second quarter unaudited consolidated financial statements).
- (3) Net of minority interest.
- (4) The decrease in the weighted average number of shares outstanding since the first quarter of fiscal 2011 primarily reflects the repurchase for cancellation of 513,579 Non-Voting Class A shares under Empire's Normal Course Issuer Bid during the second quarter of fiscal 2011.
- (5) Includes liabilities relating to assets held for sale.
- (6) Net funded debt to net total capital reduces funded debt by cash and cash equivalents.
- (7) Annualizes Q2 YTD F2012 and Q2 YTD F2011 EBITDA; uses full year actual EBITDA for May, 7, 2011.
- (8) Calculation uses trailing 26-week EBITDA and net finance costs, except for May 7, 2011 which uses trailing 12-month EBITDA and net finance costs.

This document may contain forward-looking information that reflects management's current expectations relating to matters such as future financial performance and operating results of Empire. For information on the risks, uncertainties and assumptions that could cause Empire's actual results to differ from current expectations please refer to Empire's annual 2011 management discussion and analysis. Certain measures included in this document do not have standardized meaning prescribed by Canadian GAAP. Please refer to Empire's 2012 second quarter management discussion and analysis and unaudited consolidated financial statements for more information and definitions.

EMPIRE
COMPANY LIMITED