

EMPIRE COMPANY LIMITED

Report of Voting Results Section 11.3 of National Instrument 51-102

The following matters were put to vote at the annual general meeting of Empire Company Limited (the “Company”) held on September 10, 2015. Ballots were not conducted on any matter.

MATTER	VOTE RESULT
<p>The following persons are elected directors of the Company for the ensuing year, and the maximum number of directors is fixed at 18:</p> <ul style="list-style-type: none"> Bonnie Brooks Cynthia Devine Robert P. Dexter James Dickson Kevin Lynch Marc Poulin Steven J. Savidant Frank C. Sobey John R. Sobey Karl R. Sobey Paul D. Sobey Robert G. Sobey Martine Turcotte 	<p>CARRIED.</p> <p>There were 32,712,693 Class B shares (100% of outstanding Class B shares) represented by proxy at the Meeting. 100% of the Class B shares were voted in favour of each nominee, and no Class B shares were withheld from voting on any nominee.</p>
<p>The remuneration of directors, as set out in the Empire Company’s Management Information Circular dated July 18, 2014, is approved.</p>	<p>CARRIED.</p> <p>There were 32,712,693 Class B shares (100% of outstanding Class B shares) represented by proxy at the Meeting and 100% of the Class B shares were voted in favour of the motion.</p>
<p>PricewaterhouseCoopers LLP, Chartered Accountants be appointed as Auditors for the fiscal year 2016 and that the Board of Directors be authorized to fix their remuneration.</p>	<p>CARRIED.</p> <p>There were 32,712,693 Class B shares (100% of outstanding Class B shares) represented by proxy at the Meeting and 100% of the Class B shares were voted in favour of the motion.</p>
<p>The advisory resolution on the Company’s approach to executive compensation, as set out in the Information Circular dated July 17, 2015, is approved.</p>	<p>CARRIED.</p> <p>There were 32,712,693 Class B shares (100% of outstanding Class B shares) represented by proxy at the Meeting and 100% of the Class B shares were voted in favour of the motion. There were 40,811,665 Non-Voting Class A shares (68.4% of Non-Voting Class A shares outstanding) represented by proxy at the Meeting of which 34,502,145 (84.5% of Non-Voting Class A shares voted) were voted in favour of the motion.</p>
<p>The approval of the subdivision of the authorized issued and unissued Non-Voting Class A shares and Class B common shares of the Company on a three-for-one basis</p>	<p>CARRIED.</p> <p>There were 32,712,693 Class B shares (100% of outstanding Class B shares) represented by proxy at the Meeting and 100% of the Class B shares were voted in favour of the motion. There were 41,400,185 Non-Voting Class A shares (69.4% of Non-Voting Class A shares outstanding) represented by proxy at the Meeting of which 41,395,569 (99.9% of Non-Voting Class A shares voted) were voted in favour of the motion.</p>