

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 11, 2014. 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> <p style="padding-left: 40px;">Bonnie Brooks Cynthia Devine Robert P. Dexter David S. Ferguson Kevin Lynch Marc Poulin Steven J. Savidant David F. Sobey Donald R. Sobey Frank C. Sobey John R. Sobey Karl R. Sobey Paul D. Sobey Robert G. Sobey Martine Turcotte</p>	<p>CARRIED.</p> <p>There were 34,260,763 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 34,260,763 Class B shares (100% of outstanding Class B shares) represented by proxy at the Meeting and 100% Class B shares were voted in favour of the motion.</p>
<p>Grant Thornton LLP, Chartered Accountants be appointed as Auditors for the fiscal year 2015 and that the Board of Directors be authorized to fix their remuneration.</p>	<p>CARRIED.</p> <p>There were 34,260,763 Class B shares (100% of outstanding Class B shares) represented by proxy at the Meeting and 100% 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 18, 2014, is approved.</p>	<p>CARRIED.</p> <p>There were 34,260,763 Class B shares (100% of outstanding Class B shares) represented by proxy at the Meeting and 100% Class B shares were voted in favour of the motion. There were 41,095,436 Non-Voting Class A shares (70.77% of Non-Voting Class A shares outstanding) represented by proxy at the Meeting of which 39,765,005 (96.76% of Non-Voting Class A shares voted) were voted in favour of the motion.</p>