

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 12, 2013. Ballots were not conducted on any matter.

MATTER	VOTE RESULT
<p>The following persons are elected directors of the Company for the ensuing year:</p> <p style="padding-left: 40px;">Bonnie Brooks Cynthia Devine Robert P. Dexter David S. Ferguson Edward C. Harsant David A. Leslie Kevin Lynch Marc Poulin Mel Rhineland 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 its directors, as set out in the Empire Company’s Management Information Circular dated July 19, 2013, 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 2014 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 19, 2013, 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 18,593,123 Non-Voting Class A shares (55.19% of Non-Voting Class A shares outstanding) represented by proxy at the Meeting of which 17,489,010 (94.06% of Non-Voting Class A shares voted) were voted in favour of the motion.</p>