

Empire Company Limited (TSX: EMP.A) is a Canadian company headquartered in Stellarton, Nova Scotia. Our core businesses include food retailing and related real estate. With more than \$16 billion in annual sales and approximately \$6.9 billion in assets, Empire and its subsidiaries directly employ approximately 47,000 people.

2012 FINANCIAL HIGHLIGHTS

(\$ in millions, except per share amounts)	52 Weeks Ended May 5, 2012	53 Weeks Ended May 7, 2011
Operations		
Sales	\$ 16,249.1	\$ 15,956.8
Operating income	534.3	525.7
Adjusted net earnings ⁽¹⁾	320.6	303.2
Net earnings ⁽²⁾	339.4	400.6
Per Share Information		
Adjusted net earnings (fully diluted) ⁽¹⁾	\$ 4.71	\$ 4.45
Net earnings (fully diluted) ⁽²⁾	4.99	5.87
Book value	49.98	46.48
Dividends	0.90	0.80

- (1) Adjusted net earnings, net of minority interest, excludes items which are considered not indicative of underlying business operating performance.
(2) Net earnings, net of minority interest.
(3) Compound Annual Growth Rate.

FORWARD-LOOKING STATEMENTS

This annual report contains forward-looking statements which reflect management's expectations regarding the Company's objectives, plans, goals, strategies, future growth, financial condition, results of operations, cash flows, performance, business prospects and opportunities. All statements other than statements of historical facts included in this annual report, including statements regarding the Company's objectives, plans, goals, strategies, future growth, financial condition, results of operations, cash flows, performance, business prospects and opportunities may

constitute forward-looking information. Expressions such as "anticipates", "expects", "believes", "estimates", "intends", "could", "may", "plans", "will", "would" and other similar expressions or the negative of these terms are generally indicative of forward-looking statements.

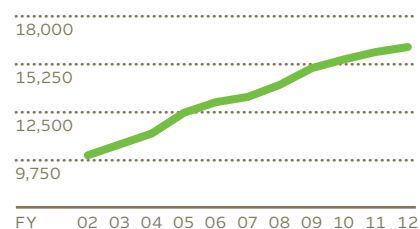
For additional information and a caution on the use of forward-looking information, see the section in Management's Discussion and Analysis ("MD&A") entitled "Forward-Looking Information".

NOTE

All information for fiscal 2012, fiscal 2011 and the opening balance sheet dated May 2, 2010 has been prepared in accordance with International Financial Reporting Standards ("IFRS" or "GAAP") and is reported in Canadian dollars.

There are measures included in this annual report that do not have a standardized meaning under GAAP. Additional information relating to non-GAAP financial measures is provided on page 27 of the MD&A entitled "Non-GAAP Financial Measures".

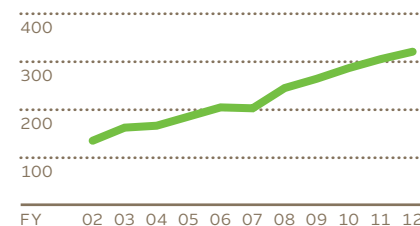
SALES (\$ in millions)



5.1%

10-Year Sales CAGR⁽³⁾

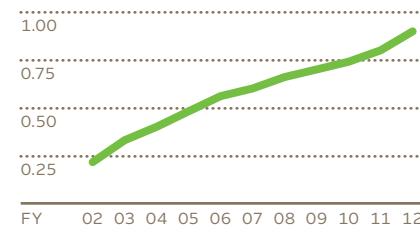
ADJUSTED NET EARNINGS⁽¹⁾ (\$ in millions)



9.3%

10-Year Adjusted Net Earnings⁽¹⁾ CAGR⁽³⁾

DIVIDENDS (\$ per share)



15.5%

10-Year DPS CAGR⁽³⁾