Loblaw COMPANIES LIMITED

NEWS RELEASE

Loblaw Companies Limited Reports 2012 Third Quarter Results(1)

BRAMPTON, ONTARIO November 14, 2012 Loblaw Companies Limited (TSX: L) ("Loblaw" or the "Company") today announced its unaudited financial results for the third quarter ended October 6, 2012. The Company's third quarter report will be available in the Investor Centre section of the Company's website at loblaw.ca and will be filed with SEDAR and available at sedar.com.

2012 Third Quarter Summary(1)

- Basic net earnings per common share of $0.79, down 6.0% compared to the third quarter of 2011.
- EBITDA margin(2) of 6.6%, flat compared to the third quarter of 2011.
- Revenue of $9,827 million, an increase of 1.0% over the third quarter of 2011.
- Retail sales growth of 0.7% and same-store sales decline of 0.2% compared to the third quarter of 2011.

"In the third quarter, the team executed the plan. Targeted investments in the customer proposition are delivering clear results, the infrastructure program remains on track, and planned efficiencies are beginning to come through," said Galen G. Weston, Executive Chairman, Loblaw Companies Limited. "We are pleased with the fundamental progress to-date – the dividend increase announced this morning reflects the Board's confidence that management's long-term strategy will build shareholder value over time."

Consolidated Quarterly Results of Operations

For the periods ended October 6, 2012 and October 8, 2011 (unaudited) (millions of Canadian dollars except where otherwise indicated)	**2012 (16 weeks)**	2011 (16 weeks)	$ Change	% Change	**2012 (40 weeks)**	2011 (40 weeks)	$ Change	% Change
Revenue	**$ 9,827**	$ 9,727	$ 100	1.0%	**$ 24,139**	$ 23,877	$ 262	1.1%
Operating income	**405**	421	(16)	(3.8%)	**934**	1,069	(135)	(12.6%)
Net earnings	**222**	236	(14)	(5.9%)	**507**	595	(88)	(14.8%)
Basic net earnings per common share ($)	**0.79**	0.84	(0.05)	(6.0%)	**1.80**	2.11	(0.31)	(14.7%)
Operating margin	**4.1%**	4.3%			**3.9%**	4.5%		
EBITDA(2)	**$ 646**	$ 639	$ 7	1.1%	**$ 1,524**	$ 1,598	$ (74)	(4.6%)
EBITDA margin(2)	**6.6%**	6.6%			**6.3%**	6.7%		

(1) This News Release contains forward-looking information. See Forward-Looking Statements on page 5 of this News Release for a discussion of material factors that could cause actual results to differ materially from the conclusions, forecasts and projections herein and of the material factors and assumptions that were used when making these statements. This News Release should be read in conjunction with Loblaw Companies Limited's filings with securities regulators made from time to time, all of which can be found at sedar.com and at loblaw.ca.

(2) See Non-GAAP Financial Measures on page 7 of this News Release.

- The $100 million increase in revenue compared to the third quarter of 2011 was driven by increases in both the Company's Retail and Financial Services operating segments, as described below.

- For full-year 2012, the Company now expects that $50 million of incremental investment in its customer proposition will not be covered by operations, an increase of $10 million from the amount previously disclosed. Of this amount, $15 million was incurred in the third quarter of 2012, $10 million of which was in labour and $5 million in shrink. Year-to-date, this amount was $40 million, comprised of $20 million in price and $5 million in shrink, both of which were included in gross profit, and $15 million in labour.

- Operating income decreased by $16 million compared to the third quarter of 2011 as a result of a decrease in Retail operating income of $24 million, partially offset by an increase in Financial Services operating income of $8 million. Operating margin was 4.1% for the third quarter of 2012 compared to 4.3% in the same quarter in 2011. The $24 million decrease in Retail operating income was mainly driven by an increase in labour and other operating costs and the notable items as described below, partially offset by increases in gross profit and foreign exchange gains.

- Consolidated operating income included the following notable items:
    - Incremental costs of $29 million related to investments in information technology ("IT") and supply chain, including the following charges:
        - $100 million (2011 – $78 million) related to IT costs;
        - $70 million (2011 – $55 million) related to depreciation and amortization; and
        - $3 million (2011 – $11 million) related to other supply chain projects costs;
    - A $9 million charge (2011 – $15 million) related to the effect of share-based compensation net of equity forwards;
    - An $8 million charge (2011 – $12 million) related to the transition of certain Ontario conventional stores to the more cost effective and efficient operating terms under collective agreements ratified in the third quarter of 2010; and
    - A nil gain (2011 – $14 million) related to the sale of a portion of a property in North Vancouver, British Columbia.

- The decrease in net earnings of $14 million compared to the third quarter of 2011 was primarily due to the decrease in operating income and an increase in interest expense, partially offset by a decline in the Company's effective income tax rate.

- Basic net earnings per common share were impacted by the following notable items:
    - A $0.07 charge related to incremental investments in IT and supply chain;
    - A $0.03 charge (2011 – $0.05) related to the effect of share-based compensation net of equity forwards;
    - A $0.02 charge (2011 – $0.03) related to the transition of certain Ontario conventional stores to the operating terms under collective agreements ratified in 2010; and
    - A nil gain (2011 – $0.04) related to the sale of a portion of a property in North Vancouver, British Columbia.

- In the third quarter of 2012, the Company invested $289 million in capital expenditures.

- Subsequent to the end of the third quarter of 2012, the Company announced its plan to reduce a number of head office and administrative positions. Focused primarily on management and office positions, the plan is expected to affect approximately 700 jobs. The Company expects to take an estimated charge of $60 million in the fourth quarter of 2012, reflecting the anticipated costs of the planned reductions.

The consolidated quarterly results by reportable operating segments were as follows:

Retail Results of Operations

For the periods ended October 6, 2012 and October 8, 2011 (unaudited) (millions of Canadian dollars except where otherwise indicated)	**2012 (16 weeks)**	2011 (16 weeks)	$ Change	% Change	**2012 (40 weeks)**	2011 (40 weeks)	$ Change	% Change
Sales	**$ 9,627**	$ 9,563	$ 64	0.7%	**$ 23,671**	$ 23,477	$ 194	0.8%
Gross profit	**2,104**	2,071	33	1.6%	**5,244**	5,251	(7)	(0.1%)
Operating income	**373**	397	(24)	(6.0%)	**873**	1,015	(142)	(14.0%)
Same-store sales (decline) growth	**(0.2%)**	1.3%			**(0.2%)**	0.4%		
Gross profit percentage	**21.9%**	21.7%			**22.2%**	22.4%		
Operating margin	**3.9%**	4.2%			**3.7%**	4.3%		

- In the third quarter of 2012, the increase of $64 million, or 0.7%, in Retail sales over the same period in the prior year was impacted by the following factors:
  - Same-store sales decline was 0.2% (2011 – 1.3% growth);
  - Sales growth in food, drugstore and gas bar was modest;
  - Sales in general merchandise, excluding apparel, declined moderately;
  - Sales in apparel were flat;
  - The Company experienced modest average quarterly internal food price inflation during the third quarter of 2012 and moderate average quarterly food price inflation during the third quarter of 2011, which were lower than the average quarterly national food price inflation of 1.8% (2011 – 4.9%) as measured by "The Consumer Price Index for Food Purchased from Stores" ("CPI"). CPI does not necessarily reflect the effect of inflation on the specific mix of goods sold in Loblaw stores; and
  - 19 corporate and franchise stores were opened and eight corporate and franchise stores were closed in the last twelve months, resulting in a net increase of 0.3 million square feet, or 0.6%.

- In the third quarter of 2012, gross profit increased by $33 million compared to the third quarter of 2011 and gross profit percentage was 21.9%, an increase from 21.7% in the third quarter of 2011. These increases were primarily driven by improved buying synergies and vendor management and decreased transportation costs, partially offset by increases in promotional pricing programs and shrink. Increased shrink expense included an estimated $5 million of the incremental investment in the Company's customer proposition related to improved assortment in stores that was not covered by operations.

- Operating income decreased by $24 million compared to the third quarter of 2011 and operating margin was 3.9% for the third quarter of 2012 compared to 4.2% in the same period in 2011. In addition to the notable items described in the Consolidated Quarterly Results of Operations above, operating income and operating margin were negatively impacted by an increase in labour and other operating costs, partially offset by increased gross profit and foreign exchange gains. The increase in labour costs in the third quarter of 2012 included an estimated $10 million of the incremental investment in the Company's customer proposition related to improved service in stores that was not covered by operations.

Financial Services Results of Operations

For the periods ended October 6, 2012 and October 8, 2011 (unaudited) (millions of Canadian dollars except where otherwise indicated)	**2012 (16 weeks)**	2011 (16 weeks)	$ Change	% Change	**2012 (40 weeks)**	2011 (40 weeks)	$ Change	% Change
Revenue	**$ 200**	$ 164	$ 36	22.0%	**$ 468**	$ 400	$ 68	17.0%
Operating income	**32**	24	8	33.3%	**61**	54	7	13.0%
Earnings before income taxes	**19**	10	9	90.0%	**27**	17	10	58.8%

(millions of Canadian dollars except where otherwise indicated) (unaudited)	**As at October 6, 2012**	As at October 8, 2011	$ Change	% Change
Average quarterly net credit card receivables	**$ 2,055**	$ 1,942	$ 113	5.8%
Credit card receivables	**2,073**	1,911	162	8.5%
Allowance for credit card receivables	**39**	33	6	18.2%
Annualized yield on average quarterly gross credit card receivables	**12.8%**	12.7%		
Annualized credit loss rate on average quarterly gross credit card receivables	**4.4%**	4.3%		

- Revenue for the third quarter of 2012 increased by 22.0% compared to the third quarter of 2011. The increase was primarily driven by higher *PC* Telecom revenues resulting from the launch of the Mobile Shop kiosk business in the fourth quarter of 2011 and higher interest and interchange fee income from increased credit card transaction values and receivable balances.

- Operating income for the third quarter of 2012 increased by $8 million compared to the third quarter of 2011. The increase was a result of the increase in revenue as described above, partially offset by investments in the launch of the Mobile Shop kiosk business and credit card losses on higher receivable balances.

- Earnings before income taxes increased by $9 million in the third quarter of 2012 compared to the third quarter of 2011. The increase was primarily a result of the increase in operating income.

Outlook(1)

- The Company is updating its fiscal 2012 outlook. For the year, the Company expects:
  - Capital expenditures to be approximately $1.1 billion, with approximately 40% to be dedicated to investing in IT infrastructure and supply chain projects and the remaining 60% to be spent on retail operations;
  - Costs associated with the transition of certain Ontario conventional stores under collective agreements ratified in 2010 to be approximately $40 million;
  - Incremental costs related to investments in IT and supply chain to be approximately $65 million, down from the previously anticipated full-year estimate of $70 million;
  - Incremental investment in its customer proposition that will not be covered by operations are anticipated to be $50 million, up from the previously anticipated $40 million; and
  - Full-year net earnings per share to be down year-over-year, with earnings performance for the fourth quarter 2012, excluding the $60 million restructuring charge previously announced, to be generally in line with fourth quarter 2011.

(1) See Forward-Looking Statements on page 5 of this News Release.

Forward-Looking Statements

This News Release for the Company contains forward-looking statements about the Company's objectives, plans, goals, aspirations, strategies, financial condition, results of operations, cash flows, performance, prospects and opportunities. These forward-looking statements are typically identified by words such as "anticipate", "expect", "believe", "foresee", "could", "estimate", "goal", "intend", "plan", "seek", "strive", "will", "may" and "should" and similar expressions, as they relate to the Company and its management. In this News Release, forward-looking statements include the Company's expectation that for fiscal 2012:

- its capital expenditures will be approximately $1.1 billion;
- costs associated with the transition of certain Ontario conventional stores under collective agreements ratified in 2010 will be approximately $40 million;
- incremental costs related to investments in information technology ("IT") and supply chain will be approximately $65 million;
- $50 million of incremental costs associated with strengthening its customer proposition will not be covered by operations; and
- full-year net earnings per share will be down year-over-year, with earnings performance for the fourth quarter 2012, excluding the $60 million restructuring charge previously announced, to be generally in line with fourth quarter 2011.

These forward-looking statements are not historical facts but reflect the Company's current expectations concerning future results and events. They also reflect management's current assumptions regarding the risks and uncertainties referred to below and their respective impact on the Company. In addition, the Company's expectation with regard to its net earnings in 2012 is based in part on the assumptions that tax rates will range from 25% to 26%, the Company achieves its plan to increase net retail square footage by 1% and there are no unexpected adverse events or costs related to the Company's investments in IT and supply chain.

The forward-looking statements contained in this News Release are subject to a number of risks and uncertainties that could cause actual results or events to differ materially from current expectations, including, but not limited to:

- failure to realize revenue growth, anticipated cost savings or operating efficiencies from the Company's major initiatives, including investments in the Company's IT systems, including the Company's IT systems implementation, or unanticipated results from these initiatives;
- the inability of the Company's IT infrastructure to support the requirements of the Company's business;
- heightened competition, whether from current competitors or new entrants to the marketplace;
- the inability of the Company to realize anticipated cost savings and efficiencies, including those resulting from restructuring;
- changes in economic conditions including the rate of inflation or deflation, changes in interest and currency exchange rates and derivative and commodity prices;
- public health events including those related to food safety;
- failure to achieve desired results in labour negotiations, including the terms of future collective bargaining agreements, which could lead to work stoppages;
- the inability of the Company to manage inventory to minimize the impact of obsolete or excess inventory and to control shrink;
- failure by the Company to maintain appropriate records to support its compliance with accounting, tax or legal rules, regulations and policies;
- failure of the Company's franchise stores to perform as expected;
- reliance on the performance and retention of third-party service providers including those associated with the Company's supply chain and apparel business;
- supply and quality control issues with vendors;
- changes to or failure to comply with laws and regulations affecting the Company and its business, including changes to the regulation of generic prescription drug prices and the reduction of reimbursement under public drug benefit plans and the elimination or reduction of professional allowances paid by drug manufacturers;
- changes in the Company's income, commodity, other tax and regulatory liabilities including changes in tax laws, regulations or future assessments;
- any requirement of the Company to make contributions to its registered funded defined benefit pension plans or the multi-employer pension plans in which it participates in excess of those currently contemplated;
- the risk that the Company would experience a financial loss if its counterparties fail to meet their obligations in accordance with the terms and conditions of their contracts with the Company; and
- the inability of the Company to collect on its credit card receivables.

This is not an exhaustive list of the factors that may affect the Company's forward-looking statements. Other risks and uncertainties not presently known to the Company or that the Company presently believes are not material could also cause actual results or events to differ materially from those expressed in its forward-looking statements. Additional risks and uncertainties are discussed in the Company's materials filed with the Canadian securities regulatory authorities from time to time, including the Enterprise Risks and Risk Management section of the Management's Discussion and Analysis ("MD&A") and the MD&A included in the Company's 2011 Annual Report – Financial Review. Readers are cautioned not to place undue reliance on these forward-looking statements, which reflect the Company's expectations only as of the date of this News Release. The Company disclaims any intention or obligation to update or revise these forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

Non-GAAP Financial Measures

The Company uses the following non-GAAP financial measures: EBITDA and EBITDA margin. The Company believes these non-GAAP financial measures provide useful information to both management and investors in measuring the financial performance and financial condition of the Company for the reasons outlined below. These measures do not have a standardized meaning prescribed by GAAP and therefore they may not be comparable to similarly titled measures presented by other publicly traded companies, and should not be construed as an alternative to other financial measures determined in accordance with GAAP.

EBITDA and EBITDA Margin The following table reconciles earnings before income taxes, net interest expense and other financing charges and depreciation and amortization ("EBITDA") to operating income, which is reconciled to GAAP net earnings measures reported in the consolidated statements of earnings for the 16 and 40 week periods ended October 6, 2012 and October 8, 2011. EBITDA is useful to management in assessing the performance of its ongoing operations and its ability to generate cash flows to fund its cash requirements, including the Company's capital investment program.

EBITDA margin is calculated as EBITDA divided by revenue.

(millions of Canadian dollars) (unaudited)	**2012 (16 weeks)**	2011 (16 weeks)	**2012 (40 weeks)**	2011 (40 weeks)
Net earnings	**$ 222**	$ 236	**$ 507**	$ 595
Add impact of the following:				
Income taxes	**83**	90	**176**	228
Net interest expense and other financing charges	**100**	95	**251**	246
Operating income	**405**	421	**934**	1,069
Add impact of the following:				
Depreciation and amortization	**241**	218	**590**	529
EBITDA	**$ 646**	$ 639	**$ 1,524**	$ 1,598

Selected Financial Information

The following includes selected quarterly financial information, which is prepared by management in accordance with International Financial Reporting Standards ("IFRS") and is based on the Company's 2012 Third Quarter Report to Shareholders. This financial information does not contain all interim period disclosures required by IFRS, and accordingly, should be read in conjunction with the Company's 2011 Annual Report – Financial Review and 2012 Third Quarter Report to Shareholders which are available in the Investor Centre section of the Company's website at loblaw.ca.

Condensed Consolidated Statements of Earnings

(millions of Canadian dollars except where otherwise indicated) (unaudited)	**October 6, 2012 (16 weeks)**	October 8, 2011 (16 weeks)	**October 6, 2012 (40 weeks)**	October 8, 2011 (40 weeks)
Revenue	**$ 9,827**	$ 9,727	**$ 24,139**	$ 23,877
Cost of Merchandise Inventories Sold	**7,538**	7,494	**18,454**	18,230
Selling, General and Administrative Expenses	**1,884**	1,812	**4,751**	4,578
Operating Income	**405**	421	**934**	1,069
Net interest expense and other financing charges	**100**	95	**251**	246
Earnings Before Income Taxes	**305**	326	**683**	823
Income taxes	**83**	90	**176**	228
Net Earnings	**$ 222**	$ 236	**$ 507**	$ 595
Net Earnings per Common Share ($)				
Basic	**$ 0.79**	$ 0.84	$ **1.80**	$ 2.11
Diluted	**$ 0.77**	$ 0.83	$ **1.79**	$ 2.09

Condensed Consolidated Balance Sheets

(millions of Canadian dollars) (unaudited)	**As at October 6, 2012**	As at October 8, 2011	As at December 31, 2011
Assets			
Current Assets			
Cash and cash equivalents	**$ 749**	$ 987	$ 966
Short term investments	**836**	820	754
Accounts receivable	**491**	404	467
Credit card receivables	**2,073**	1,911	2,101
Inventories	**1,946**	2,028	2,025
Prepaid expenses and other assets	**105**	152	117
Assets held for sale	**30**	30	32
Total Current Assets	**6,230**	6,332	6,462
Fixed Assets	**8,808**	8,486	8,725
Investment Properties	**97**	75	82
Goodwill & Intangible Assets	**1,061**	1,023	1,029
Deferred Income Taxes	**255**	224	232
Security Deposits	**243**	184	266
Franchise Loans Receivable	**365**	316	331
Other Assets	**295**	269	301
Total Assets	**$ 17,354**	$ 16,909	$ 17,428
Liabilities			
Current Liabilities			
Trade payables and other liabilities	**3,307**	3,307	3,677
Provisions	**40**	48	35
Income taxes payable	**11**	10	14
Short term debt	**905**	905	905
Long term debt due within one year	**219**	86	87
Total Current Liabilities	**4,482**	4,356	4,718
Provisions	**46**	49	50
Long Term Debt	**5,373**	5,465	5,493
Deferred Income Taxes	**24**	26	21
Capital Securities	**222**	221	222
Other Liabilities	**895**	844	917
Total Liabilities	**11,042**	10,961	11,421
Shareholders' Equity			
Common Share Capital	**1,548**	1,540	1,540
Retained Earnings	**4,701**	4,358	4,414
Contributed Surplus	**58**	45	48
Accumulated Other Comprehensive Income	**5**	5	5
Total Shareholders' Equity	**6,312**	5,948	6,007
Total Liabilities and Shareholders' Equity	**$ 17,354**	$ 16,909	$ 17,428

Condensed Consolidated Statements of Cash Flow

(millions of Canadian dollars) (unaudited)	**October 6, 2012 (16 weeks)**	October 8, 2011 (16 weeks)	**October 6, 2012 (40 weeks)**	October 8, 2011 (40 weeks)
Operating Activities				
Net earnings	**$ 222**	$ 236	**$ 507**	$ 595
Income taxes	**83**	90	**176**	228
Net interest expense and other financing charges	**100**	95	**251**	246
Depreciation and amortization	**241**	218	**590**	529
Income taxes paid	**(63)**	(66)	**(185)**	(162)
Interest received	**7**	6	**34**	42
Change in credit card receivables	**(15)**	63	**28**	86
Change in non-cash working capital	**(84)**	73	**(376)**	(340)
Fixed assets and other related impairments	**4**	–	**7**	9
(Gain)/loss on disposal of assets	**1**	(12)	**(1)**	(11)
Other	**(6)**	(9)	**1**	(28)
Cash Flows from Operating Activities	**490**	694	**1,032**	1,194
Investing Activities				
Fixed asset purchases	**(289)**	(324)	**(656)**	(640)
Change in short term investments	**(151)**	(74)	**(115)**	(33)
Proceeds from fixed asset sales	**17**	45	**33**	51
Change in franchise investments and other receivables	**(4)**	(19)	**(1)**	9
Change in security deposits	**(5)**	10	**17**	177
Goodwill and intangible asset additions	**(3)**	(1)	**(44)**	(6)
Cash Flows used in Investing Activities	**(435)**	(363)	**(766)**	(442)
Financing Activities				
Change in bank indebtedness	**–**	–	**–**	(10)
Change in short term debt	**–**	–	**–**	370
Long term debt				
Issued	**12**	104	**49**	320
Retired	**(24)**	(28)	**(97)**	(893)
Interest paid	**(94)**	(64)	**(253)**	(277)
Dividends paid	**(118)**	(118)	**(177)**	(134)
Common shares				
Issued	**3**	–	**7**	19
Purchased for cancellation	**(2)**	(19)	**(6)**	(22)
Cash Flows used in Financing Activities	**(223)**	(125)	**(477)**	(627)
Effect of foreign currency exchange rate changes on cash and cash equivalents	**(6)**	7	**(6)**	5
Change in Cash and Cash Equivalents	**(174)**	213	**(217)**	130
Cash and Cash Equivalents, Beginning of Period	**923**	774	**966**	857
Cash and Cash Equivalents, End of Period	**$ 749**	$ 987	**$ 749**	$ 987

2011 Annual Report and 2012 Third Quarter Report to Shareholders

The Company's 2011 Annual Report and 2012 Third Quarter Report to Shareholders are available in the Investor Centre section of the Company's website at loblaw.ca or at sedar.com.

Investor Relations

Shareholders, security analysts and investment professionals should direct their requests to Kim Lee, Vice President, Investor Relations at the Company's National Head Office or by e-mail at investor@loblaw.ca.

Additional information has been filed electronically with various securities regulators in Canada through the System for Electronic Document Analysis and Retrieval (SEDAR) and with the Office of the Superintendent of Financial Institutions (OSFI) as the primary regulator for the Company's subsidiary, President's Choice Bank.

Conference Call and Webcast

Loblaw Companies Limited will host a conference call as well as an audio webcast on November 14, 2012 at 11:00 a.m. (EST).

To access via tele-conference, please dial (647) 427-7450. The playback will be made available two hours after the event at (416) 849-0833, access code: 33855200. To access via audio webcast, please visit loblaw.ca, go to the Investor Centre section and click on Webcast under Events and Presentations. Pre-registration will be available.

Full details are available on the Loblaw Companies Limited website at loblaw.ca.