

QUALIFICATION CERTIFICATE

TO: THE SECURITIES REGULATORY AUTHORITIES IN EACH OF THE PROVINCES OF CANADA

**RE: Loblaw Companies Limited (the “Issuer”)
Preliminary Short Form Base Shelf Prospectus dated December 14, 2012 (the “Preliminary Prospectus”)**

The undersigned, Robert A. Balcom, Senior Vice President and Secretary of Loblaw Companies Limited, hereby certifies on behalf of the Issuer that the Issuer has satisfied the following criteria to be qualified to file a prospectus in the form of a short form prospectus pursuant to Section 2.2 of National Instrument 44-101 – *Short Form Prospectus Distributions* and under Section 2.2 of National Instrument 44-102 – *Shelf Distributions*:

1. the Issuer is an electronic filer under National Instrument 13-101 – *System for Electronic Document Analysis and Retrieval (SEDAR)*;
2. the Issuer is a reporting issuer in at least one jurisdiction of Canada;
3. the Issuer has filed with the securities regulatory authority in each jurisdiction in which it is a reporting issuer all periodic and timely disclosure documents that it is required to have filed in that jurisdiction,
 - (a) under applicable securities legislation,
 - (b) pursuant to an order issued by the securities regulatory authority, or
 - (c) pursuant to an undertaking to the securities regulatory authority;
4. the Issuer has, in at least one jurisdiction in which it is a reporting issuer,
 - (a) current annual financial statements, and
 - (b) a current annual information form;
5. the Issuer’s equity securities are listed and posted for trading on a short form eligible exchange and the Issuer is not an issuer:
 - (a) whose operations have ceased, or
 - (b) whose principal asset is cash, cash equivalents, or its exchange listing.

The undersigned also certifies on behalf of the Issuer that all material incorporated by reference in the Preliminary Prospectus and not previously filed is being filed with the Preliminary Prospectus.

DATED as of December 14, 2012

LOBLAW COMPANIES LIMITED

By: (signed) *Robert A. Balcom*
Name: Robert A. Balcom
Title: Senior Vice President and
Secretary