

**ANNUAL MEETING OF SHAREHOLDERS OF
WEIS MARKETS, INC.**

April 28, 2011

NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:

The Notice of Annual Meeting of Shareholders, proxy statement and proxy card are available at <http://www.weismarkets.com/financial.html>

Please sign, date and mail
your proxy card in the
envelope provided as soon
as possible.

↓ Please detach along perforated line and mail in the envelope provided. ↓

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PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" ALL NOMINEES FOR DIRECTOR.

1. Election of Directors:

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- FOR ALL NOMINEES
- WITHHOLD AUTHORITY FOR ALL NOMINEES
- FOR ALL EXCEPT (See instructions below)

NOMINEES:

- Robert F. Weis
 Jonathan H. Weis
 David J. Hepfinger
 Harold G. Graber
 Gerrald B. Silverman
 Steven C. Smith
 Glenn D. Steele, Jr.

INSTRUCTIONS: To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and fill in the circle next to each nominee you wish to withhold, as shown here: ●

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" PROPOSAL 2.

FOR AGAINST ABSTAIN

2. Proposal to ratify the appointment of Grant Thornton LLP as the independent registered public accounting firm of the corporation.

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THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" PROPOSAL 3.

FOR AGAINST ABSTAIN

3. Proposal to provide an advisory (non-binding) vote on the executive compensation of the Company's named executive officers.

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THE BOARD OF DIRECTORS RECOMMENDS AN ADVISORY VOTE BE HELD EVERY "THREE YEARS".

3 years 2 years 1 year ABSTAIN

4. Proposal to provide an advisory (non-binding) vote on the frequency of the advisory vote on executive compensation.

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THE BOARD OF DIRECTORS RECOMMENDS A VOTE "AGAINST" PROPOSAL 5.

FOR AGAINST ABSTAIN

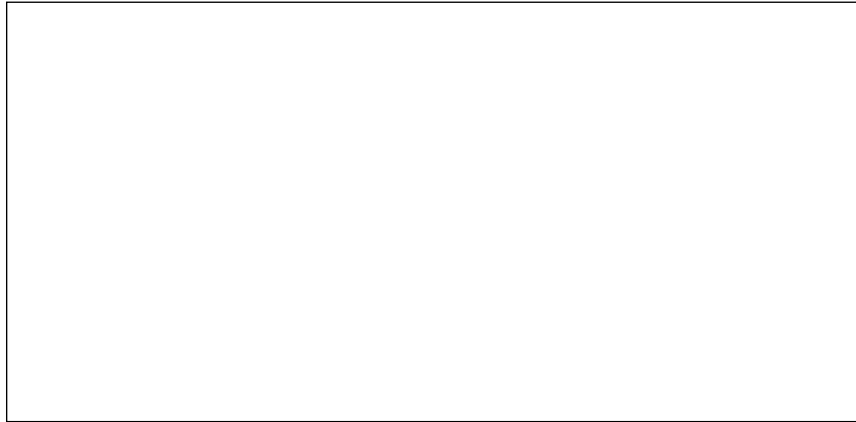
5. Shareholder Proposal requesting adoption of a policy providing that, whenever possible, only independent directors shall serve on the Compensation Committee.

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To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method.

Signature of Shareholder _____ Date: _____ Signature of Shareholder _____ Date: _____

Note: Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.



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WEIS MARKETS, INC.

**1000 South Second Street
Sunbury, Pennsylvania 17801**

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

As an alternative to completing this form, you may enter your voting instructions by telephone at 1-800-PROXIES, or via the Internet at www.voteproxy.com and follow the on-screen instructions. Use the Company Number and Account Number shown on your proxy card.

The undersigned hereby appoints Robert F. Weis and Jonathan H. Weis, and each of them, with the power of substitution, the proxies, to vote as designated on the reverse side, all the shares which the undersigned held on record March 1, 2011, at the Annual Meeting of Shareholders at the corporate office located at 1000 South Second Street, Sunbury, Pennsylvania 17801, at 10:00 a.m. Eastern Daylight Time on April 28, 2011 and any adjournment thereof.

In their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting or any postponement or adjournment thereof.

The shares represented by this proxy, duly executed, will be voted. In the event instructions are given in the spaces provided, they will be voted in accordance therewith; if no direction is made, this proxy will be voted FOR all the nominees listed, FOR proposal 2, FOR proposal 3, THREE YEARS for proposal 4 and AGAINST proposal 5. If necessary, cumulative voting rights will be exercised to secure the election of as many as possible of the Board of Directors' nominees.

(Continued and to be signed on the reverse side.)