

## **HUSKY ENERGY INC.**

### **DUTIES AND RESPONSIBILITIES OF THE CHIEF EXECUTIVE OFFICER**

- A. The President and Chief Executive Officer (the “CEO”) of Husky Energy Inc. (the “Corporation”) is appointed by and reports to the board of directors (the “Board”) of the Corporation, which has the responsibility for the overall stewardship of the Corporation. The CEO’s main objective is to lead the general direction, development and management of the business and affairs of the Corporation.
- B. The CEO is responsible for meeting the corporate objectives of the Corporation as are periodically developed by the Board in consultation with management and shall manage, and administer, the day to day operations of the Corporation with the following specific duties and responsibilities:
1. to provide overall leadership for the Corporation;
  2. to develop and maintain an effective organizational structure for the Corporation by delegating to senior management the functions and responsibilities required to run the operations and growth of the Corporation while retaining oversight and ultimate responsibility over the discharge of these functions;
  3. to foster a culture that promotes ethical practices and encourages individual integrity, as set out in greater detail in the Corporation’s Code of Business Conduct;
  4. to maintain a positive and ethical work climate that is conducive to attracting, retaining and motivating a diverse group of top-quality employees at all levels;
  5. to implement the Corporation’s annual corporate budget, and to report on the achievement of objectives contained in that corporate budget;
  6. to report to the Board and act as a liaison between senior management and the Board;
  7. to evaluate management operations and financial performance and report to the Board on such results;
  8. in conjunction with the Board, to conduct ongoing strategic planning and establish long term goals for the Corporation;
  9. to assist the Board with policy development and risk analysis;
  10. to develop and assess the performance of senior management; and
  11. to ensure the Board has the required access to information.
- C. Such other duties and responsibilities as set by the Board from time to time.

Current as of February 8, 2017