

**HUSKY ENERGY INC.  
MAJORITY VOTING POLICY FOR DIRECTORS**

Any nominee for director in an uncontested election with respect to whom a majority of the votes represented by proxies validly deposited prior to a meeting of shareholders of the Corporation at which directors of the Corporation are to be elected (the “Election Meeting”) are “withheld” from his or her election (a “Majority Withheld Vote”), shall submit his or her resignation to the Corporate Governance Committee for consideration promptly following the Election Meeting.

The Corporate Governance Committee shall consider the resignation and shall make a recommendation to the Board on how to proceed. The Board shall promptly accept the resignation unless the Corporate Governance Committee determines that there are compelling circumstances that justify either the delay of the acceptance of the resignation or the rejection of it. A press release disclosing the Board’s determination (and the reasons for rejecting the resignation, if applicable) shall be issued within 90 days following the date of the Election Meeting.

Any director who tenders his or her resignation pursuant to this policy shall not participate in any meeting of the Governance Committee, if he or she is a member of that Committee, or of the Board to consider whether his or her resignation shall be accepted. However, if the number of members of the Governance Committee who received a Majority Withheld Vote at the Election Meeting is such that the remaining members of this Committee do not constitute a quorum, then the directors who did not receive a Majority Withheld Vote shall appoint a committee to consider the resignations and recommend to the Board whether to accept them.