

## **HUSKY ENERGY INC.**

### **DUTIES AND RESPONSIBILITIES OF THE CO-CHAIRS OF THE BOARD OF DIRECTORS**

- A. The Co-Chairs of the Board of Directors of Husky Energy Inc. (the “Board”) shall manage, and act as chief administrative officers of, the Board with the following specific duties and responsibilities:
1. to chair, unless absent, all meetings of the shareholders and the Board;
  2. to act as the spokespersons for the Board;
  3. to review the agenda for each meeting of the Board;
  4. to assist the Board in the discharge of its mandate and responsibilities; and
  5. to approve and sign on behalf of the Board all communications and reports from the Board to the shareholders.
- B. The Co-Chairs shall be independent of management.
- C. Such other duties and responsibilities as set forth in respect of the Board as a whole and in respect of the committees of the Board.