



Form of Proxy

Form of proxy for use by shareholders of Hutchison Whampoa Limited (the "Company") at the General Meeting to be held on Monday, 20 April 2015 (or any adjournment thereof)

I/We (Note 1) _____

of _____

being the registered holder(s) of (Note 2) _____ ordinary shares of the Company hereby appoint _____

of _____,

or failing him, the Chairman of the Meeting to act as my/our proxy (Note 3) to attend, act and vote on my/our behalf as directed below at the General Meeting of the Company to be held at the Grand Ballroom, 1st Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Hung Hom, Kowloon, Hong Kong on Monday, 20 April 2015 at 2:30 p.m. (or as soon thereafter as the meeting of the Scheme Shareholders (as defined in the scheme document of the Company dated 31 March 2015 (the "Scheme Document")) convened by the direction of the High Court of the Hong Kong Special Administrative Region for the same place and day shall have been concluded or adjourned) and at any adjournment thereof (the "Meeting").

SPECIAL RESOLUTION		FOR (Note 4)	AGAINST (Note 4)
1.	To approve the scheme of arrangement dated 31 March 2015 (the "Scheme") between the Company and the Scheme Shareholders (as defined in the Scheme Document) and the implementation of the Scheme, including the related reduction of the issued share capital of the Company, the increase in the share capital of the Company, and the issue of the new shares in the Company as more particularly set out in the Notice of General Meeting.		
ORDINARY RESOLUTIONS		FOR (Note 4)	AGAINST (Note 4)
2.	To approve the conditional share exchange agreement dated 9 January 2015 entered into between L.F. Investments S.à r.l. and Hutchison Whampoa Europe Investments S.à r.l. in relation to the acquisition of common shares of Husky Energy Inc. (the "Husky Share Exchange"), and the transactions contemplated under the Husky Share Exchange (including the Husky Share Exchange as a special deal under Rule 25 of the Hong Kong Code on Takeovers and Mergers in relation to the Scheme), as more particularly described in the composite scheme document relating to the Scheme dated 31 March 2015.		
3.	To approve the re-election of Mr. Cheng Hoi Chuen, Vincent as a director of the Company.		

Dated this _____ day of _____ 2015

Signature: _____ (Notes 5 and 6)

Notes:

- Full name(s) and address(es) to be inserted in BLOCK CAPITALS.
- Please insert the number of shares registered in your name(s); if no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, please insert the name and address of the proxy desired in the space provided, otherwise the proxy will be the Chairman of the Meeting. The proxy need not be a shareholder of the Company, but must attend the Meeting in person to represent you.
- IMPORTANT: IF YOU WISH TO VOTE FOR A PARTICULAR RESOLUTION, PUT A TICK IN THE RELEVANT BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A PARTICULAR RESOLUTION, PUT A TICK IN THE RELEVANT BOX MARKED "AGAINST". Failure to tick either box will entitle your proxy to cast your vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any other resolution properly put to the Meeting or abstain at his discretion.**
- In the case of joint holders of any share, this form of proxy must be signed by the shareholder whose name stands first in the register of members of the Company. Where there are joint holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled to it; but if more than one of such joint holders be present at the Meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect of it.
- This form of proxy must be signed by the appointer, or his attorney duly authorised in writing, or if such appointer is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- You are requested to lodge this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, at the Company's registered office at 22nd Floor, Hutchison House, 10 Harcourt Road, Hong Kong, as soon as possible but in any event not later than 48 hours before the time appointed for holding of the Meeting or any adjournment thereof. Completion and delivery of this form of proxy will not preclude you from attending the Meeting and voting in person if you so wish, but in the event of your attending the Meeting after having lodged this form of proxy, this form of proxy will be deemed to have been revoked. If you complete and deliver the form of proxy, but do not attend and vote in person at the Meeting, a vote given in accordance with the terms of an instrument of proxy or power of attorney shall be valid notwithstanding the revocation of the proxy or the power of attorney or other authority under which the proxy was executed, provided no intimation in writing of such revocation shall have been received by the company secretary of the Company or the Chairman of the Meeting on the day and at the place, but before the commencement, of the Meeting or adjourned Meeting at which the proxy is used.
- Any alterations made to this form of proxy should be initialled by the person who signs it.
- At the Meeting or at any adjournment thereof, the Chairman of the Meeting will put each of the above resolutions to the vote by way of a poll. On a poll, every shareholder who is present in person or by proxy or (being corporation) is present by a duly authorised representative shall have one vote for every share of which he is the holder.

PERSONAL INFORMATION COLLECTION STATEMENT

- "Personal Data" in these statements has the same meaning as "personal data" in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong ("PDPO").
- Your supply of Personal Data to the Company is on a voluntary basis and is used for processing your instructions as stated in this form of proxy.
- The Personal Data will not be transferred to other third parties (other than the Share Registrar of the Company) unless it is a requirement to so do by law, for example, in response to a court order or a law enforcement agency's request and will be retained for such period as may be necessary for our verification and record purposes.
- You and your appointed proxy have the right to request access to and/or correction of the respective Personal Data in accordance with the provisions of the PDPO. Any such request should be in writing to the Personal Data Privacy Officer of Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

Registered Office: 22nd Floor, Hutchison House, 10 Harcourt Road, Hong Kong