

ANNUAL MEETING OF STOCKHOLDERS OF

HC2 HOLDINGS, INC.

June 13, 2018

This proxy is solicited on behalf of the Board of Directors

PROXY VOTING INSTRUCTIONS

INTERNET - Access "www.voteproxy.com" and follow the on-screen instructions or scan the QR code with your smartphone. Have your proxy card available when you access the web page.



TELEPHONE - Call toll-free **1-800-PROXIES** (1-800-776-9437) in the United States or **1-718-921-8500** from foreign countries from any touch-tone telephone and follow the instructions. Have your proxy card available when you call.

Vote online/phone until 11:59 PM Eastern Time the day before the meeting.

MAIL - Sign, date and mail your proxy card in the envelope provided as soon as possible.

IN PERSON - You may vote your shares in person by attending the Annual Meeting.

GO GREEN - e-Consent makes it easy to go paperless. With e-Consent, you can quickly access your proxy material, statements and other eligible documents online, while reducing costs, clutter and paper waste. Enroll today via www.astfinancial.com to enjoy online access.

COMPANY NUMBER	
ACCOUNT NUMBER	

Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting:
 The Notice and Proxy Statement and Annual Report on Form 10-K are available at <http://www.hc2.com> (Investor Relations-Proxy Materials).

↓ Please detach along perforated line and mail in the envelope provided IF you are not voting via telephone or the Internet. ↓

20533300000000000000000000000000 8

061318

THE BOARD OF DIRECTORS RECOMMENDS YOU VOTE "FOR" THE FIVE NOMINEES LISTED BELOW AND FOR PROPOSALS 2, 3 AND 4. PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE

1. Election of Directors:

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

NOMINEES:

- Philip A. Falcone
- Wayne Barr, Jr.
- Warren H. Gfeller
- Lee S. Hillman
- Robert V. Leffler, Jr.

- 2. To approve, on a non-binding, advisory basis, the compensation of our named executive officers. FOR AGAINST ABSTAIN
- 3. To approve the HC2 Holdings, Inc. Second Amended and Restated 2014 Omnibus Equity Award Plan. FOR AGAINST ABSTAIN
- 4. To ratify the appointment of BDO USA, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. FOR AGAINST ABSTAIN

Note: Such other business as may properly come before the meeting or any continuations, postponements or adjournments thereof.

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: ●

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 Stockholder _____ Date: _____ Signature of Stockholder _____ 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.

**ANNUAL MEETING OF STOCKHOLDERS OF
HC2 HOLDINGS, INC.**

June 13, 2018

This proxy is solicited on behalf of the Board of Directors

GO GREEN

e-Consent makes it easy to go paperless. With e-Consent, you can quickly access your proxy material, statements and other eligible documents online, while reducing costs, clutter and paper waste. Enroll today via www.astfinancial.com to enjoy online access.

Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting:

The Notice and Proxy Statement and Annual Report on Form 10-K are available at <http://www.hc2.com> (Investor Relations-Proxy Materials).

**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. ↓

205333000000000000000000 8

061318

THE BOARD OF DIRECTORS RECOMMENDS YOU VOTE "FOR" THE FIVE NOMINEES LISTED BELOW AND FOR PROPOSALS 2, 3 AND 4. PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE

1. Election of Directors:

FOR ALL NOMINEES

WITHHOLD AUTHORITY FOR ALL NOMINEES

FOR ALL EXCEPT (See instructions below)

NOMINEES:

- Philip A. Falcone
- Wayne Barr, Jr.
- Warren H. Gfeller
- Lee S. Hillman
- Robert V. Leffler, Jr.

- | | | | |
|---|--------------------------|--------------------------|--------------------------|
| | FOR | AGAINST | ABSTAIN |
| 2. To approve, on a non-binding, advisory basis, the compensation of our named executive officers. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To approve the HC2 Holdings, Inc. Second Amended and Restated 2014 Omnibus Equity Award Plan. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To ratify the appointment of BDO USA, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Note: Such other business as may properly come before the meeting or any continuations, postponements or adjournments thereof.

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: ●

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 Stockholder Date: Signature of Stockholder 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.

HC2 HOLDINGS, INC.**Annual Meeting of Stockholders****June 13, 2018 11:00 AM Eastern Time****This proxy is solicited on behalf of the Board of Directors**

The undersigned stockholder of HC2 HOLDINGS, INC. ("HC2") hereby revokes all previous proxies and appoints Michael J. Sena and Joseph A. Ferraro, and each of them, either of whom may act without joinder of the other, with full power of substitution and resubstitution, as proxy holders of the undersigned, and hereby authorizes each of them to represent and vote, as designated on the reverse side of this card all of the shares of common stock, Series A Convertible Participating Preferred Stock (the "Series A Preferred Stock") and Series A-2 Convertible Participating Preferred Stock (the "Series A-2 Preferred Stock" and, together with the Series A Preferred Stock, the "Preferred Stock"), voting as a single class on an as-converted basis, that the undersigned is entitled to vote at the Annual Meeting of Stockholders of HC2 (the "Annual Meeting") to be held on June 13, 2018 at 11:00 a.m. Eastern Time at the offices of Hogan Lovells LLP at 875 3rd Avenue, New York, NY 10022 and any continuations, adjournments or postponements thereof.

In their discretion, the proxies are authorized to vote (a) for the election of any person to the Board of Directors if any nominee named herein becomes unable to serve or for good cause will not serve and (b) on such other business as may properly come before the Annual Meeting or at any adjournments, continuations, or postponements thereof.

This proxy, when properly executed, will be voted in the manner directed herein by the undersigned stockholder. If no such direction is made, this proxy will be voted FOR the five nominees in Proposal 1 and FOR Proposals 2, 3 and 4, and, in the discretion of the proxy holders as to any other matters which may properly come before the Annual Meeting.

For directions to the Annual Meeting please call (212)235-2691.

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