

Stock Exchange Announcement

STOCK EXCHANGE LISTINGS: NEW ZEALAND (FPH), AUSTRALIA (FPH)

ANNUAL SHAREHOLDERS' MEETING RESULTS, DIRECTOR ANNOUNCEMENTS AND DIRECTOR INDEPENDENCE

Auckland, New Zealand, 22 August 2012 - Fisher & Paykel Healthcare Corporation Limited (NZSX:FPH, ASX:FPH) advises that all resolutions put to the Company's annual shareholders' meeting held in Auckland today were passed. The seven resolutions were:

Resolution 1: To re-elect Roger France as a Director.

Resolution 2: To re-elect Arthur Morris as a Director.

Resolution 3: To elect Michael Daniell as a Director.

Resolution 4: To authorise the Directors to fix the fees and expenses of the Company's auditor.

Resolution 5: To approve the issue of share rights to Michael Daniell as set out in the Notice of Annual Shareholders' Meeting 2012.

Resolution 6: To approve the issue of options to Michael Daniell as set out in the Notice of Annual Shareholders' Meeting 2012.

Resolution 7: To approve the Fisher & Paykel Healthcare Corporation Limited Stock Purchase Plan.

All resolutions were decided by poll. The details of the total number of votes cast in person or by proxy on the polls were as follows:

Resolution	Votes For	Votes Against	Total Votes Cast	Abstain
Resolution 1: Re-election of Roger France	335,550,277	1,048,669	336,598,946	198,863
Resolution 2: Re-election of Arthur Morris	335,424,798	942,017	336,366,815	240,494
Resolution 3: Election of Michael Daniell	333,420,429	2,365,118	335,785,547	995,316
Resolution 4: Authorise Directors to fix fees and expenses of auditor	336,021,393	349,960	336,371,353	218,410
Resolution 5: Issue of share rights to Michael Daniell	325,867,820	7,930,161	333,797,981	1,269,406
Resolution 6: Issue of options to Michael Daniell	287,458,317	47,186,900	334,645,217	405,224
Resolution 7: Approval of Fisher & Paykel Healthcare Corporation Limited Stock Purchase Plan	335,831,790	467,045	336,298,835	284,012

Announcement regarding Directors

At the annual shareholders' meeting, Tony Carter announced that both Gary Paykel and Nigel Evans have indicated that they plan to retire from the board at the Company's 2013 annual shareholders' meeting. The Company is currently searching for a director who has global experience in medical device manufacturing and hope to make an appointment in the near future. Next year, the Company will also commence a search for a second director to ensure a smooth transition when Gary Paykel and Nigel Evans retire.

Independence of Directors

In accordance with NZX Listing Rule 3.3.3(a), the Board has determined that Tony Carter, Nigel Evans, Roger France, Lindsay Gillanders, Arthur Morris and Gary Paykel are independent directors.

The factors that the Board considers in assessing the independence of directors are set out in the Board Charter, which can be viewed on the Company's website: www.fphcare.com.

Contact: Tony Barclay, Company Secretary on +64 9 574 0119. For more information about the company visit our website www.fphcare.com

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