

**Annual Meeting of Shareholders  
of Fisher & Paykel Healthcare Corporation Limited  
3.00pm, Friday 22 August 2008**

**Guineas Lounge, Ellerslie Convention Centre, Auckland, New Zealand**

**SECTION 1: ADMISSION CARD**

**If you propose to ATTEND the Annual Meeting:**

Bring this Admission Card, Proxy Form and Voting Instructions/Voting Paper intact.

**If you do NOT propose to ATTEND the Annual Meeting but wish to be represented by proxy:**

Complete and sign the Proxy and Voting Instruction section below, detach this Admission Card and fold the form as indicated, seal and mail it to the Company's Share Registrar (see over for mailing/delivery instructions).

Common Shareholder Number.

**TEAR**

**SECTION 2: PROXY FORM (for use if you are unable to attend the meeting)**

Common Shareholder No.

No. of Voting Securities

I/We

being a Shareholder/Shareholders of FISHER & PAYKEL HEALTHCARE CORPORATION LIMITED

hereby appoint\* \_\_\_\_\_

or failing him/her \_\_\_\_\_

as my/our proxy to vote for me/us on my/our behalf at the 2008 Annual Meeting of Shareholders of the Company to be held on Friday 22 August 2008 at the Guineas Lounge, Ellerslie Convention Centre, Auckland, New Zealand commencing at 3.00pm and at any adjournment thereof.

*\*If you wish, you may appoint as your proxy "The Chairman of the Meeting".*

Unless otherwise instructed, the proxy will vote as he or she thinks fit. Should you wish to direct the proxy how to vote, please indicate with a (✓) in the appropriate boxes below.

**FOLD**

**SECTION 3: VOTING INSTRUCTIONS/VOTING PAPER**

This part of the form can be used either as voting instructions for a proxy or as a voting paper at the meeting (if a poll is called). This form is to be used to vote as follows on the following resolutions:

**Ordinary Business:**

- |   |  |  |  |
|---|--|--|--|
| 1 | To re-elect Gary Paykel as a Director (Item 2(a)).   |  |  |
| 2 | To re-elect Michael Smith as a Director (Item 2(b)).                                       |  |  |
| 3 | To elect Arthur Morris as a Director (Item 2(c)).  |  |  |
| 4 | To authorise the Directors to fix the fees and expenses of the Company's auditor (Item 3). |  |  |

TICK (✓) IN BOX TO RECORD YOUR VOTE  
IN FAVOUR                      AGAINST

<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>

**Special Business:**

- |   |  |  |  |
|---|--|--|--|
| 5 | To approve the issue of options to the Managing Director and Chief Executive Officer under the Fisher & Paykel Healthcare 2003 Share Option Plan as set out in the Notice of Annual Shareholders' Meeting 2008 (Item 4). |  |  |
|---|--|--|--|

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2008

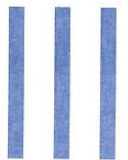
Signature/s \_\_\_\_\_

## Notes

- 1 For your vote to be counted completed proxy forms must be lodged at the office of the Company's Share Registrar, Computershare Investor Services Limited at either Private Bag 92119, Auckland 1142 or at Level 2, 159 Hurstmere Road, Takapuna, North Shore City, Auckland, New Zealand not later than 3.00pm on 20 August 2008.
- 2 A proxy can be any person of the Shareholder's choice and does not have to be a Shareholder. If you wish, you can appoint the Chairman of the Meeting as your proxy. If the form is returned without a direction as to how the proxy shall act on a resolution the proxy will exercise the proxy's discretion as to whether to vote and, if so, how. If a proxy is a "disqualified person" for the purposes of NZSX Listing Rules in respect of a resolution, neither that proxy nor any of that proxy's associated persons may vote any undirected proxies on that resolution.
3. All joint holders must sign. A corporation may sign under the hand of a duly authorised officer. If the form is signed under power of attorney a certificate of non-revocation must be completed and the power of attorney also forwarded, unless it has already been noted by the Company.

## TEAR

FreePost Authority Number 2888



NO POSTAGE REQUIRED  
IF POSTED IN NEW ZEALAND

The Share Registrar  
Fisher & Paykel Healthcare Corporation Limited  
c/- Computershare Investor Services Ltd  
Private Bag 92119  
Auckland 1142

## FOLD

MAILING/DELIVERY INSTRUCTIONS	
1.	<p><b>If mailing proxy form from within New Zealand</b>, use this proxy form as a reply paid envelope by following the directions below:</p> <ul style="list-style-type: none"><li>i Tear off Admission Card</li><li>ii Fold along line indicated</li><li>iii Seal with tape.</li></ul>
2.	<p><b>If mailing proxy form from outside New Zealand</b>, place proxy form in an envelope and affix the necessary postage from the country of mailing.</p> <p>Address to: The Share Registrar Fisher &amp; Paykel Healthcare Corporation Limited c/- Computershare Investor Services Limited Private Bag 92119 Auckland 1142 New Zealand</p>
3.	<p><b>If delivering proxy form by hand or by courier</b>, the physical street address of the Company's Share Registrar is Computershare Investor Services Limited, Level 2, 159 Hurstmere Road, Takapuna, North Shore City, Auckland, New Zealand.</p>

**TO MAIL, FOLD AND SEAL WITH TAPE**