
LODGE YOUR PROXY:

Online: vote.linkmarketservices.com/FPH

Scan & Email: meetings@linkmarketservices.com
(Please use "FPH Proxy Form" as the subject for easy identification).

By Fax: + 64 9 375 5990

Mail: Use the enclosed reply
paid envelope or address to:
Link Market Services
PO Box 91976, Auckland 1142,
New Zealand.

By hand:
Link Market Services
Level 11, Deloitte Centre
80 Queen Street, Auckland, New
Zealand.

**SCAN THIS QR CODE WITH
YOUR SMARTPHONE AND
VOTE ONLINE**

General Enquiries

+64 9 375 5998 or email: enquiries@linkmarketservices.com.

FISHER & PAYKEL HEALTHCARE CORPORATION LIMITED ANNUAL MEETING PROXY FORM

The Fisher & Paykel Healthcare Annual Shareholders' Meeting will be held on Tuesday, 23 August 2016 at 2.00pm (NZST) at the Guineas Ballroom, Ellerslie Event Centre, Auckland, New Zealand.

For your proxy to be effective it must be lodged with Link Market Services by no later than 2.00pm, Sunday 21 August 2016 (NZST).

NOTES

Attending the Meeting

1. If you propose to ATTEND the Annual Shareholders' Meeting please bring this Proxy Form to the meeting to assist with your registration. All shareholders must register with Link Market Services prior to entering the meeting room.

Proxy Appointment

2. If you are a shareholder entitled to attend and vote at the Annual Shareholders' Meeting you are entitled to appoint a proxy or, in the case of a corporate shareholder, a representative to attend and vote instead of you. This Proxy Form may be completed online, mailed, delivered, faxed or scanned and emailed in accordance with the instructions above.
3. A proxy can be any person of your choice and does not have to be a shareholder of Fisher & Paykel Healthcare. If you wish you can appoint the Chairman of the Meeting as your proxy. The Chairman will vote in accordance with your instructions, or, failing your instruction, in accordance with the terms set out in note 4 of this Proxy Form.
4. If you tick the box "discretion" on any resolution, you are directing your proxy or representative to decide how to vote on that resolution on your behalf. If you tick the "abstain" box on any resolution, you are directing your proxy or representative not to vote on that resolution. If you return this Proxy Form without a direction as to how to vote on any resolution, or if you tick more than one box in relation to any resolution, the vote on that resolution will be treated as "discretion" and your proxy will exercise his/her discretion as to whether to vote and, if so, how. The Chairman intends to vote discretionary proxies in favour of Resolutions 1 to 7.
5. If you return this form without appointing a proxy your Proxy Form will be invalid.
6. If your proxy is a disqualified person for the purpose of the NZX Main Board Listing Rules in respect of a resolution, neither your proxy nor any of that proxy's associated persons may vote any undirected proxies on that resolution.
7. This Proxy Form must be signed by you or your attorney, duly authorised in writing. In the case of a joint shareholding, this proxy must be signed by each of the joint shareholders (or their duly authorised attorney). In the case of a corporate shareholder, this Proxy Form must be signed by a director or a duly authorised officer acting under the express or implied authority of the corporate shareholder, or an attorney duly authorised by the corporate shareholder.
8. If the proxy is signed under a power of attorney, a certificate of non-revocation must be completed and a copy of the power of attorney provided to Link Market Services Limited, unless it has already been noted by the Company or Link Market Services Limited.

General

9. This Proxy Form and the power of attorney or other authority, if any, under which it is signed, or a copy of that power or authority certified by a Solicitor, Justice of the Peace or Notary Public must be lodged with Link Market Services Limited by no later than 2.00pm, Sunday 21 August 2016 (NZST), (being 48 hours prior to the meeting) in accordance with the instructions above.

Go online to vote.linkmarketservices.com/FPH to appoint your proxy, or turn over to complete the form

SECTION 1: APPOINT A PROXY TO VOTE ON YOUR BEHALF

I/We being a shareholder(s) of **Fisher & Paykel Healthcare Corporation Limited:**

Hereby appoint

Or failing that person

as my/our proxy to vote for me/us on my/our behalf at the Annual Shareholders' Meeting of Fisher & Paykel Healthcare Corporation Limited to be held at 2:00pm on Tuesday, 23 August 2016 (NZST), or at any adjournment of that meeting. If you wish, you may appoint the Chairman of the Meeting as your proxy by entering "Chairman of the Meeting" in the box above.

SECTION 2: VOTING INSTRUCTIONS

This form is to be used to vote as follows on the following resolutions:

TICK (✓) IN BOX TO RECORD YOUR VOTE

BUSINESS	FOR	AGAINST	ABSTAIN	DISCRETION
1. To re-elect Michael Daniell as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Donal O'Dwyer as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To elect Lewis Gradon as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To elect Scott St John as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To authorise the Directors to fix the fees and expenses of the Company's auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To approve the issue of performance share rights to Lewis Gradon as set out in the Notice of Annual Shareholders' Meeting 2016	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To approve the issue of options to Lewis Gradon as set out in the Notice of Annual Shareholders' Meeting 2016	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The resolutions above are stated in brief. Please refer to the Notice of Annual Shareholders' Meeting 2016 for the full text of the resolutions and the explanatory notes.

SIGN: SIGNATURE OF SECURITY HOLDER(S) This section must be completed

Shareholder 1

Shareholder 2

Shareholder 3

or director or duly authorised officer or attorney

Contact name _____ Contact Daytime Telephone _____ Date _____

Email _____

Please tick here if you would like to receive communications electronically – please provide your email address or email enquiries@linkmarketservices.co.nz to receive shareholder communications electronically.