Annual Meeting of Shareholders of Fisher & Paykel Healthcare Corporation Limited
Friday 9 August 2002

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).

Shareholder number:

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TEAR

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

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/menus on my/our behalf at the 2002 Annual Meeting of Shareholders of the Company to be held on Friday 9 August, 2002 at the Gainses Lounge, Ellerst Convention Centre, Auckland, New Zealand commencing at 2.30pm 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 (v) in the appropriate boxes below.

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 Adriana Clarke as a director, (Item 2)

2. To re-elect Michael Danell as a director, (Item 2)

3. To re-elect Nigel Evans as a director, (Item 2)

4. To re-elect P. Michael Smith as a director, (Item 2)

5. To re-elect Gary Paykel as a director, (Item 2)

6. To authorise the directors to fix the fees and expenses of the auditor, (Item 3)

Special Business:

7. To approve the amendments to the constitution as set out in the Notice of Annual Shareholders meeting, (Item 4)

8. To approve the Fisher & Paykel Healthcare Corporation Limited Employee Stock Purchase Plan, (Item 5)

Signed this ______________________ day of ______________________ 2002

Signature______________________________