

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. _____

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 me/us on my/our behalf at the 2002 Annual Meeting of Shareholders of the Company to be held on Friday 9 August, 2002 at the Guineas Lounge, Ellerslie Convention Centre, Auckland, New Zealand commencing at 2.00pm 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.

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.

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

FOLD

Ordinary Business:

- | | | | |
|---|--|--------------------------|--------------------------|
| 1 | To re-elect Adrienne Clarke as a director. (Item 2) | <input type="checkbox"/> | <input type="checkbox"/> |
| 2 | To re-elect Michael Daniell as a director. (Item 2) | <input type="checkbox"/> | <input type="checkbox"/> |
| 3 | To re-elect Nigel Evans as a director. (Item 2) | <input type="checkbox"/> | <input type="checkbox"/> |
| 4 | To re-elect P. Michael Smith as a director. (Item 2) | <input type="checkbox"/> | <input type="checkbox"/> |
| 5 | To re-elect Gary Paykel as a director. (Item 2) | <input type="checkbox"/> | <input type="checkbox"/> |
| 6 | To authorise the directors to fix the fees and expenses of the auditor. (Item 3) | <input type="checkbox"/> | <input type="checkbox"/> |

Special Business:

- | | | | |
|---|---|--------------------------|--------------------------|
| 7 | To approve the amendments to the constitution as set out in the Notice of Annual Shareholders meeting. (Item 4) | <input type="checkbox"/> | <input type="checkbox"/> |
| 8 | To approve the Fisher & Paykel Healthcare Corporation Limited Employee Stock Purchase Plan. (Item 5) | <input type="checkbox"/> | <input type="checkbox"/> |

Signed this _____ day of _____ 2002

Signature/s _____