

Stock Exchange Announcement

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

ANNUAL SHAREHOLDERS' MEETING RESULTS, DIRECTOR ANNOUNCEMENTS AND DIRECTOR INDEPENDENCE

Auckland, New Zealand, 27 August 2015 - 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 five 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 authorise the Directors to fix the fees and expenses of the Company's auditor.

Resolution 4: To approve the issue of share rights to Michael Daniell as set out in the Notice of Annual Shareholders' Meeting 2015.

Resolution 5: To approve the issue of options to Michael Daniell as set out in the Notice of Annual Shareholders' Meeting 2015.

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	359,567,729	99.78%	778,006	360,345,735	145,440
Resolution 2: Re-election of Arthur Morris	359,629,762	99.80%	710,987	360,340,749	150,426
Resolution 3: Authorise Directors to fix fees and expenses of auditor	358,256,770	99.43%	2,071,887	360,328,657	162,229
Resolution 4: Issue of share rights to Michael Daniell	348,239,498	97.83%	7,710,724	355,950,222	1,239,385
Resolution 5: Issue of options to Michael Daniell	349,527,345	97.32%	9,641,701	359,169,046	437,400

Independence of Directors

In accordance with NZX Listing Rule 3.3.3(a), the Board has determined that Tony Carter, Roger France, Lindsay Gillanders, Geraldine McBride, Arthur Morris and Donal O'Dwyer 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/corporategovernance.

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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